

# FOURTH GENERATION INFORMATION SYSTEMS LIMITED

CIN: L72200TG1998PLC029999

Reg Off: Flat no: 301, SAAI PRIYA apart, H.No:6-3-663/7/6/301, Jaffer Ali Bagh,  
Somajiguda,Hyderabad-82, Telangana  
Phone:23376096, email:info@fgisindia.com

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Date: 05/09/2025

To  
The Deputy General Manager,  
The Department of Corporate Services,  
Bombay Stock Exchange Limited,  
P.J. Towers, Dalal Street,  
Mumbai – 400001,

Scrip Code: 532403

Sub: Notice convening the 27<sup>th</sup> Annual General Meeting (“AGM”) and Submission of 27<sup>th</sup> Annual Report of Fourth Generation Information Systems Limited (“the company”)

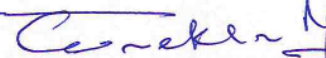
Please find the enclosed the Notice convening the 27<sup>th</sup> AGM of the company and the Annual Report of the company for the financial year 2024-2025. The notice and annual report is also available on the Company’s website at [www.fgisindia.com](http://www.fgisindia.com).

This is for your information and record.

Thanking you,

Yours sincerely,

**For Fourth Generation Information Systems Limited**



**C N Somasekhara Reddy**  
Managing Director  
DIN: 02441810



**FOURTH GENERATION  
INFORMATION SYSTEMS LIMITED**

**27th  
ANNUAL REPORT  
2024-2025**

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## Fourth Generation Information Systems Limited

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### CORPORATE INFORMATION:

#### BOARD OF DIRECTORS:

Mr. C. N. Somasekhara Reddy (DIN 02441810)	: Chairman & Managing Director
Mr. Srivenkata Ramana Tammiseti (DIN 03195303)	: Director
Ms. Archana Racha (DIN 08517794)	: Women Independent Director
Mr. Santosh Reddy Sripathi (DIN 09663143)	: Independent Director
Mr. Venkateswar Rao Nellutla (DIN 09261084)	: Independent Director (ceased from the closing of business hours w.e.f 29/11/2024)
Ms. Kapila Tanwar (DIN: 10851121)	: Independent Director (w.e.f 30/11/2024)

#### KEY MANAGERIAL PERSONNEL (KMP):

Mr. Venkateswara Prasad Ratakonda	: Chief Financial Officer (ADCPR2646E)
Mr. Harshvardhan Barve	: Company Secretary (BLPPB8543N) (ceased w.e.f 01/07/2025)
Ms. Sonakshi Agarwal	: Company Secretary (BQRPA5131L ) w.e.f 01/09/2025

#### REGISTERED OFFICE:

Flat No 301, Saai Priya Apartment,  
H.No 6-3-663/7/6/301, Jaffer Ali Bagh,  
Somajiguda, Hyderabad, Telangana – 500082.  
T: 040-23376096; e-Mail: info@fgisindia.com

#### CORPORATE IDENTITY NUMBER (CIN) :

L72200TG1998PLC029999

#### STATUTORY AUDITORS:

M/s. Gorantla & Co, Chartered Accountants,  
H No 6-3-664, Flat No.101, B- Block,  
Prestige Rai Towers, Opp Nims,  
Punjagutta, Hyderabad, Telangana - 500082  
e-Mail: gorantlaandco@gmail.com

#### SECRETARIAL AUDITOR:

Ms. Neha Pamnani,  
Company Secretary in Practice,  
8-3-318/11/20d, Flat No:404,  
Sri Durga Enclave Jaya Prakash Nagar,  
Yellareddyguda, Hyderabad,  
Telangana 500073 India

#### BANKERS:

Indian Overseas Bank Main Branch,  
Abids, Hyderabad, Telangana

## Fourth Generation Information Systems Limited

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### DETAILS OF COMMITTEES

#### AUDIT COMMITTEE:

Name	Category
Santosh Reddy Sripathi	Chairperson
Kapila Tanwar	Member
Archana Racha	Member

#### NOMINATION & REMUNERATION COMMITTEE:

Name	Category
Archana Racha	Chairperson
Kapila Tanwar	Member
Santosh Reddy Sripathi	Member

#### STAKEHOLDERS RELATIONSHIP COMMITTEE:

Name	Category
Kapila Tanwar	Chairperson
Archana Racha	Member
Santosh Reddy Sripathi	Member

#### REGISTRAR & SHARE TRANSFER AGENTS

Bigshare Services Pvt Limited 306, Right Wing, 3rd Floor,  
Amrutha Ville, Opp. Yashoda Hospital Somajiguda, Rajbhavan Road,  
Hyderabad 500082, Telangana  
URL: [www.bigshareonline.com](http://www.bigshareonline.com)  
e-Mail: [info@bigshareonline.com](mailto:info@bigshareonline.com)

LISTED AT	:	BSE Limited
ISIN	:	INE739B01039
WEBSITE	:	<a href="http://www.fgisindia.com">www.fgisindia.com</a>
E-MAIL ID	:	<a href="mailto:info@fgisindia.com">info@fgisindia.com</a>

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 27TH (TWENTY SEVENTH) ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S. FOURTH GENERATION INFORMATION SYSTEMS LIMITED WILL BE HELD ON MONDAY, THE 29TH DAY OF SEPTEMBER 2025 AT 10.00 A.M. THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO-VISUAL MEANS (OAVM) ORGANISED BY THE COMPANY TO TRANSACT THE FOLLOWING BUSINESS AND THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY, TO TRANSACT THE FOLLOWING ITEMS OF BUSINESSES:**

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2025, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.
2. To appoint a director in place of Mr. Somasekharareddy Nallapa Reddy Chittor- (DIN: 02441810) who retires by rotation and being eligible, offers himself for re- appointment to the office of Director

**SPECIAL BUSINESS:**

3. To regularize the appointment of Ms Kapila Tanwar (DIN: 10851121), Additional Director (Category: Non-Executive, Independent), by appointing her as an Independent Non-Executive Director of the Company and in this regard to consider and, if thought fit, pass, the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment thereof for the time being in force] read with Schedule IV to the Act and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Ms Kapila Tanwar (DIN: 10851121), who was appointed by the Board as an Additional Director (Category: Non-Executive, Independent) on the Board of the Company w.e.f. 30th November, 2024, on the recommendation of the Nomination and Remuneration Committee of the Board and who holds office as such up to the date of this Annual General Meeting and has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and is

eligible for appointment, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Independent Director, be and is hereby regularized and appointed as an Independent Non- Executive Director of the Company to hold office for first term of five consecutive years w.e.f. 30th November 2024 to 29th November, 2029 and her office shall not be liable to retire by rotation.”

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable, and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company.

4. **To Re-Appoint Ms. Archana Racha (DIN: 08517794) as an Non-Executive Independent Director of the Company for a second term of five consecutive years and in this regard to consider and if thought fit, to pass the following resolution as a Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment thereof for the time being in force] read with Schedule IV to the Act and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Ms. Archana Racha (DIN: 08517794) Non- Executive Independent Director of the Company who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby reappointed as an Non- Executive Independent Director of the Company to hold office for a second term of five consecutive years w.e.f. 30th August 2026 to 29th August, 2031(both days inclusive) and her office shall not be liable to retire by rotation.”

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and

things as in its absolute discretion, it may consider necessary, expedient or desirable, and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company.”

- 5. To appoint Ms. Neha Pamnani, a Peer reviewed Company Secretary in practice as Secretarial Auditor of the Company, and in this regard to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Sections 204 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time, pursuant to recommendation of the Audit Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded for appointment of Ms. Neha Pamnani, Practicing Company Secretary (Certificate of Practice No.24045) (Peer Review Certificate No.4765/2023) as the Secretarial Auditors of the Company for first term of 5 (Five) consecutive years from the conclusion of this 27th Annual General Meeting till the conclusion of the 32nd Annual General Meeting of the Company to be held in Financial year 2030 (i.e., for the Financial Year from 2025–2026 to 2029- 2030) on such remuneration as may be agreed between the Board of Directors of the Company and Secretarial Auditor.”

**“RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or incidental for the purpose of giving effect to this resolution and to settle any question or difficulty in connection herewith and incidental hereto.”

**By order of the Board of Directors  
For Fourth Generation  
Information Systems Limited**

**Sd/-**

**C. N. Somasekhara Reddy  
Managing Director  
DIN: 02441810**

**Date: 01st September 2025  
Place: Hyderabad**

**NOTES FOR MEMBERS:**

1. In Compliance with the provisions of the Companies Act, 2013, read with the Rules made thereunder and General Circular nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 21/2021 dated 14th December, 2021, 2/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022, 09/2023 dated 25th September 2023 and 09/2024 dated 19th September 2024 issued by the Ministry of Corporate Affairs ("MCA") read with Circulars dated 12th May, 2020, 15th January, 2021, 13th May 2022, 5th January, 2023, Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October 2023, Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 and other relevant circulars, if any, issued by the Securities and Exchange Board of India ("SEBI"), from time to time (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold the Annual General Meeting (AGM) through Video Conference ("VC") or Other Audio Visual Means ("OAVM") up to 30th September, 2025, without the physical presence of members at a common venue. In accordance with, the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (LODR) Regulations, 2015, (Listing Regulations), the 27th AGM of the Fourth Generation Information Systems Limited is being conducted through VC / OAVM. Central Depository Services (India) Limited (CDSL) will be providing facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained at-Instructions for members CDSL e-Voting System – For Remote e-voting and e-voting during AGM below.
2. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the company in case the shares are held by them in physical form.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.



## **Fourth Generation Information Systems Limited**

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4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of aforesaid Item is annexed hereto.
6. In terms of Articles of Association of the Company, Mr. Somasekharareddy Nallapa Reddy Chittor- (DIN: 02441810) is retiring by rotation, at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. Information about him, as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2, is contained in the statement annexed hereto as Annexure-I. The Board of Directors of the Company recommends the re-appointment of Mr. Somasekharareddy Nallapa Reddy Chittor- (DIN: 02441810). He has furnished the requisite declarations for his re-appointment.
7. Register of Members and Share Transfer Books of the Company will remain closed from 23rd September, 2025 to 29th September, 2025.
8. Corporate Members (i.e other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative for the purpose of voting through remote e-voting, for participation in the AGM through VC/OAVM facility and e-voting during the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to csneha.sec@gmail.com with a copy marked to us.
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN) mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to the company in case the shares are held by them in physical form.
10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
8. Transfer of Unclaimed/Unpaid amounts to the Investor Education and Protection Fund (IEPF):

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## Fourth Generation Information Systems Limited

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Members are requested to note that dividends not encashed or remaining unclaimed for a period of 7 (seven) years from the date of transfer to the Company's Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules') as amended from time to time, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

The Members/Claimants whose shares, unclaimed dividend have been transferred to IEPF may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 which is available on [www.iepf.gov.in](http://www.iepf.gov.in) and on the website of the Company [www.fgisindia.com](http://www.fgisindia.com) along with requisite fee as decided by it from time to time.

Members who have not yet encashed the dividend warrants from the financial year ended 31st March 2013 onwards are requested to forward their claims to the Company's Registrar and Share Transfer Agents without any further delay. It is in Members' interest to claim any unencashed dividends and for future, opt for Electronic Clearing Service, so that dividends paid by the Company are credited to the Members' account on time.

It may be noted that once the unclaimed dividend is transferred to IEPF as above, no claim shall rest with the Company in respect of such amount. The details of the unclaimed dividends, if any, are available on the Company's website at [www.fgisindia.com](http://www.fgisindia.com) and on the website of Ministry of Corporate Affairs at [www.mca.gov.in](http://www.mca.gov.in). Members are requested to contact the Company's Registrar and Share Transfer Agent or the Company to claim the unclaimed/unpaid dividends.

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

### ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING ANNUAL REPORT.

In accordance with the circulars issued by MCA and SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to

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## Fourth Generation Information Systems Limited

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Members whose e-mail address is registered with the company or the Depository Participant(s).

Members holding shares in physical mode and who have not updated their email addresses with the company are requested to update their email addresses by writing to the company at [info@fgisindia.com](mailto:info@fgisindia.com) or CDSL Email helpdesk.[evoting@cdslindia.com](mailto:evoting@cdslindia.com) along with the copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (eg.: Driving License, Election Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialised mode are requested to register or update their email addresses with the relevant Depository Participants.

The Notice of AGM along with Annual Report for the financial year 2024-25, is available on the website of the company at [www.fgisindia.com](http://www.fgisindia.com) on the website of Stock Exchanges i.e. BSE Limited and on the website of Central Depository Services (India) Limited (CDSL) at [www.cdslindia.com](http://www.cdslindia.com).

12. Members intending to seek clarifications at the Annual General Meeting concerning the accounts and any aspect of operations of the Company are requested to send their questions in writing to the Secretarial or Investor Relations Department so as to reach the Company at least 7 days in advance before the date of the Annual General Meeting, specifying the point(s).
13. Individual Members can now take the facility of making nomination of their holding. The nominee shall be the person in whom all rights of transfer and/or amount payable in respect of shares shall vest in the event of the death of the shareholder and the joint-holder(s), if any. A minor can be nominee provided the name of the guardian is given in the nomination form. Non- individuals including society, trust, body corporate, partnership firm, karta of Hindu Undivided Family, holder of Power of Attorney cannot nominate. For further details in this regard, Members may contact M/s. Bigshare Services Pvt Limited, 306, Right Wing, 3rd Floor, Amrutha Ville, Opp. Yashoda Hospital, Somajiguda, Rajbhavan Road, Hyderabad 500082, Telangana, the Registrar and Share Transfer Agents of the Company.
14. Securities and Exchange Board of India (SEBI) has issued a circular clarifying that it shall be mandatory for the transferee(s) to furnish copy of Permanent Account Number (PAN) card to the Company/Registrar and Transfer Agent of the Company for registration of transmission and transposition of shares in the physical mode. Members may please take note of the same.

15. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25th January 2022 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May 2024) has mandated listed companies to process the following investor service requests only in dematerialised form: (i) issue of duplicate securities certificate; (ii) claim from unclaimed suspense account; (iii) renewal/exchange of securities certificate; (iv) endorsement; (v) sub-division/splitting of securities certificate; (vi) consolidation of securities certificates/folios; (vii) transmission; and (viii) transposition. In view of the above, members holding shares in physical form are advised to dematerialize the shares with their Depository Participant.
16. Shareholders are hereby notified that as per the Listing Regulations, the Company must inform the Stock Exchanges about agreements involving shareholders, promoters, members of the promoter group, related parties, directors, key managerial personnel, and employees of the Company or its affiliates. These agreements may impact the management or control of the Company, impose restrictions, or create liabilities, directly or indirectly. This includes details of amendments, rescissions, or alterations to such agreements, whether or not the Company is a party. Shareholders are requested to promptly inform the Company of any such agreements, not involving the Company, within two working days of their execution or intention to execute. The Company will subsequently notify the Stock Exchanges of these agreements within the specified timelines upon becoming aware of them.

### **Voting Through Electronic Means:**

1. The voting period begins on 26th September, 2025 at 9:00 a.m and ends on 28th September, 2025 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 22nd September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Ms. Neha Pamnani, Practicing Company Secretary (Membership No. ACS 44300) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
3. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

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## Fourth Generation Information Systems Limited

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4. The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date i.e. 22nd September 2025 only, shall be entitled to avail the facility of remote e-voting. A person who is not a member as on the cut-off date should treat this notice for information purpose only.
5. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote after following the instructions for e-voting as provided in the Notice convening the meeting, which is available on the website of the Company and CDSL. However, if you are already registered with CDSL for remote e-voting, then you can use your existing User ID and password for casting your vote.
6. The Scrutinizer shall, immediately after the conclusion of voting at the meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman, who shall countersign the same.
7. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.fgisindia.com](http://www.fgisindia.com) and on the website of CDSL [www.cdslindia.com](http://www.cdslindia.com) immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited where the equity shares of the Company are listed.
8. The resolutions listed in the Notice of the AGM shall be deemed to be passed on the date of the AGM, subject to the receipt of the requisite number of votes in favor of the respective resolutions.

Instructions for members CDSL e-Voting System – For Remote e-voting and e-voting during AGM is as under:

### CDSL e-Voting System – For Remote e-voting and e-voting during AGM

1. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing

Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the /AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the MCA Circulars, the Notice calling the AGM has been uploaded on the website of the Company at [www.fgisindia.com](http://www.fgisindia.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars and SEBI Circulars.

**THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

- (i) The voting period begins on 26th September, 2025 at 9:00 a.m and ends on 28th September, 2025 at 5.00 p.m. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 22nd September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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## Fourth Generation Information Systems Limited

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Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li></ol>



	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p>

	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- (v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.
- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on “Shareholders” module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
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## Fourth Generation Information Systems Limited

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

	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"><li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li></ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant Company Name, i.e., Fourth Generation Information Systems Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

## **Fourth Generation Information Systems Limited**

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- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) Facility for Non – Individual Shareholders and Custodians –Remote Voting
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [info@fgisindia.com](mailto:info@fgisindia.com) (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the /AGM.

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## **Fourth Generation Information Systems Limited**

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10. If any Votes are cast by the shareholders through the e-voting available during the /AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

### **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed by sending an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**By order of the Board of Directors  
For Fourth Generation  
Information Systems Limited**

**Sd/-**

**C. N. Somasekhara Reddy  
Managing Director  
DIN: 02441810**

**Date: 01st September 2025  
Place: Hyderabad**

**EXPLANATORY STATEMENT**

(Pursuant to Section 102 of the Companies Act, 2013)

The following Explanatory Statement sets out all the material facts of the accompanying Notice.

**Item No 3:**

Ms Kapila Tanwar (DIN: 10851121), as per the recommendation of the Nomination and Remuneration Committee and after considering her knowledge, acumen, expertise and experience was appointed as an Additional Director (Category: Non-Executive, Independent) of the Company by the Board to hold office for her first term of five consecutive years w.e.f. 30th November 2024 to 29th November, 2029, subject to approval and regularization by members of the Company in the ensuing Annual General Meeting as an Independent Director on the Board.

Based on the recommendation of Nomination and Remuneration Committee, the board of directors is of the opinion that she fulfills the skills and capabilities as required in the Act and Listing Regulations and therefore consider it desirable and in the interest of the company to have Ms Kapila Tanwar on the board as an Independent Non-Executive Director of the company.

Ms Kapila Tanwar has confirmed that she is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company. She has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies

Thus, in terms of the provisions of Sections 149, 150, 152, 161 read with Schedule IV and any other applicable provisions of the Act and the Listing Regulations, Ms Kapila Tanwar, being eligible for appointment as an Independent Director and offering herself for appointment, is proposed to be regularized and appointed as an Independent Director for the first term of five consecutive years w.e.f. 30th November 2024 and to hold office upto 29th November, 2029.

The Company has received declaration from her stating that she meets the criteria of Independence as prescribed under sub-section (6) of Section 149 the Act and Regulation 16(1) (b) of the Listing Regulations. She has also given her consent to act as Director of the Company. In the opinion of the Board, Ms Kapila Tanwar fulfills the conditions specified under Section 149 (6) of the Act,



the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations, for her appointment as an Independent Director of the Company and is independent of the management.

### **Brief Profile:**

Ms. Kapila Tanwar is a highly qualified professional with a strong academic and professional background. A Member of the Institute of Company Secretaries of India (ICSI) and holding degrees in Law (LLB), Company Secretary (CS), Bachelor of Commerce (B.Com) and more related fields. With over a decade of extensive experience in corporate governance, compliance, and business administration across diverse industries, she brings a well-rounded skill set and a strategic approach to her professional engagements.

Ms. Tanwar has demonstrated expertise in managing board and committee meetings, annual general meetings, and ensuring seamless regulatory compliance for both listed and unlisted entities. Her capabilities extend to handling critical corporate governance frameworks, ethics management, and corporate compliance management, making her adept at maintaining the highest standards of ethical and regulatory practices.

Her experience includes driving strategic initiatives such as acquisitions, transaction advisory and fund raising. Additionally, she excels in operational management, client interaction, and coordinating teams to achieve organizational goals efficiently.

Known for her critical thinking, organizational abilities, and unwavering commitment to excellence, Ms. Tanwar possesses a deep understanding of complex compliance frameworks and their practical application in dynamic corporate environments. Ms Kapila Tanwar is not dis-qualified from being appointed as Director in terms of section 164 of the Act and in terms of Section 160 of the Act, the Company have received notice in writing from member proposing the candidature of Ms Kapila Tanwar for appointing her as Independent Director of the Company as per the provisions of the Act. She have also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to their registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

The names of companies and the committees in which she is a director/member, the letter of appointment and terms and conditions of the appointment are uploaded on the website of the company and are also available for inspection at the registered office of the company between 11:00 A.M. to 1:00 P.M. on all working days of the Company.

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## Fourth Generation Information Systems Limited

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Details of Director whose appointment as Independent Director is proposed at Item Nos. 3 is provided in the “Annexure I” to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India.

Ms Kapila Tanwar and her relatives are interested in the resolutions as set out at Item No. 3 of the Notice with regards to her appointment.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Special Resolution set out at Item No.3 of the Notice for the approval by the members.

### **Item no. 4:**

Ms. Archana Racha (DIN: 08517794) as per the recommendation of the Nomination and Remuneration Committee and after considering her knowledge, acumen, expertise and experience was appointed as Additional Women Non-Executive Independent Director of the Company w.e.f 30th August 2021 and she was subsequently regularized by the members at the 23rd Annual General Meeting of the Company held on 28th September, 2021 for a period of five consecutive years w.e.f. 30th August 2021 to 29th August 2026.

Further, as per Section 149(10) of the Companies Act, 2013, (the ‘Act’) and Regulation 25 of SEBI (LODR), Regulations, 2015, (the “Listing Regulations”) an Independent Director shall hold office for a term of up to five consecutive years on the Board of a Company, and is eligible for re-appointment for another term of up to five consecutive years, on passing a special resolution by the Company.

The current term of five consecutive years of Ms. Archana Racha will expire on the 29th August, 2026. In this regard, after considering her knowledge, acumen, expertise and experience in respective fields and the substantial contribution made by her during her tenure as Independent Director since her appointment and accordingly based on the recommendation of Nomination and Remuneration Committee, and considering the reports of performance evaluation, the board of directors is of the opinion that she fulfills the skills and capabilities as required in the Act and Listing Regulations and her continued association as an Independent Non- Executive Director of the Company would be of immense benefit to the Company.

### **Brief profile:**

Mrs. Archana Racha did her B.Sc in computer science and has passed her Master of Computer Applications (M.C.A) from Osmania University. She has 10 Years of experience in the IT industry, like product development and IT management services. She has strong expertise in the development of different applications like Business IT model architecting, Social Networks, Healthcare, etc. She has worked in various companies like Focus Softnet Pvt Ltd, and Source Lion Hyderabad., Mrs. Archana has good exposure towards corporate management and employ relationship.

Consequently, in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and the listing Regulations and she being eligible for re-appointment as Independent Director and offering herself for re-appointment, is proposed to be re-appointed as Independent Director for a second term of five consecutive years. The Company has received declaration from her stating that she meets the criteria of Independence as prescribed under sub-section (6) of Section 149 the Act and Regulation 16(1) (b) of the Listing Regulations. She has also given her consent to continue to act as Directors of the Company, if so appointed by the members. Further, in the opinion of the Board, she fulfills the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations, for their re-appointment as Independent Directors of the Company and are independent of the management.

Further she has confirmed that she is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. She has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Ms. Archana Racha is not dis-qualified from being appointed as Director in terms of section 164 of the Act and accordingly the Company has received the Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that she is not disqualified under sub-section (2) of Section 164 of the Act and in terms of Section 160 of the Act, the Company has also received notices in writing from members proposing her candidature for re-appointment as Independent Directors of the Company as per the provisions of the Act. She have also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to their registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

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## Fourth Generation Information Systems Limited

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The names of companies and the committees in which she is director/member, the letter of re-appointment and terms and conditions of the appointment are uploaded on the website of the company and available for inspection at the registered office of the company between 11:00 A.M. to 1:00 P.M. on all working days of the Company.

Details of Directors whose re-appointment as Independent Directors are proposed at Item No. 4, is provided in the “Annexure I” to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India.

Ms. Archana Racha and her relatives are interested in the resolutions as set out respectively at Item No. 4 of the Notice with regards to their respective re-appointments.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Special Resolutions set out at Item No. 4 of the Notice for the approval by the members.

### **For Item no 5**

In accordance with Section 204 of the Companies Act 2013, read with the rules framed thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) as amended to date, every listed entity is required to undertake Secretarial Audit by a Peer Reviewed Secretarial Auditor who shall be appointed by the Members of the Company, on the recommendation of the Board of Directors, for a period of five consecutive years.

The Board, subject to the approval of the Members of the Company, approved the appointment of Ms. Neha Pamnani, Practicing Company Secretary (Certificate of Practice No.24045) (Peer review Certificate No.4765/2023) as Secretarial Auditor of the Company, for a term of five (5) consecutive years, commencing from Financial Year 2025- 2026 till the Financial Year 2029-2030.

The appointment was recommended following a thorough evaluation of key factors such as independence, industry experience, technical expertise and the quality of past Audit reports.

## **Fourth Generation Information Systems Limited**

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Ms. Neha Pamnani, registered as a Practicing Company Secretary with The Institute of Company Secretaries of India (ICSI) and has Peer Review Certificate No. 4765/2023 issued by the Institute of Company Secretaries of India (ICSI). She has around 9 years of experience and is primarily engaged in providing professional services in the field of Corporate Laws, SEBI Regulations, FEMA Regulations including carrying out Secretarial Audits, Due Diligence Audits and Compliance Audits for various reputed companies. She is a Peer Reviewed by the Institute of the Company Secretaries of India.

Ms. Neha Pamnani has given her consent to act as the Secretarial Auditors of the Company and has confirmed that her appointment, if made, will be within the limit specified under section 204 of the Companies Act, 2013. She has also confirmed that she is not disqualified to be appointed as Secretarial Auditor in terms of the provisions of the Section 204 of the Companies Act, 2013 and the Rules made thereunder, read with Regulation 24A (1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and other applicable Regulations. Further, the services to be rendered by her as Secretarial Auditor is within the purview of the said regulation read with SEBI circular no. SEBI/ HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

The proposed fees in connection with the secretarial audit shall be 60,000 (Rupees Sixty Thousand only) plus applicable taxes and other out-of-pocket expenses for FY 2026, and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and Ms. Neha Pamnani. In addition to the secretarial audit, Ms. Neha Pamnani shall provide such other services in the nature of certifications and other professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditor

In view of the qualifications and experience in undertaking Secretarial Audit, it is proposed to appoint Ms. Neha Pamnani as Secretarial Auditor of the Company. The Board, approved the appointment of her as Secretarial Auditor subject to approval of the members of the company.

Accordingly, consent of the Members is sought for approval of the aforesaid appointment of the Secretarial Auditor. The Board recommends the approval of the Members for appointment of Secretarial Auditors and passing of the Ordinary Resolution set out at Item No. 5 of this Notice.

**ANNEXURE I**

**ANNEXURE TO THE EXPLANATORY STATEMENT PURSUANT TO REGULATION 36 OF THE LISTING REGULATIONS AND SECRETARIAL STANDARD-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA, INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED / RE-APPOINTED IS FURNISHED BELOW:**

**For Item No 2:**

Mr. Somasekharareddy Nallapa Reddy Chittor (DIN: 02441810) , Chairman and Managing Director

**Brief Resume :**

Name of the Director	Somasekharareddy Nallapa Reddy Chittor
Father Name	Nallapareddy Bheema Reddy Chittor
Date of Birth	08/05/1963
Age	62 Years
Qualifications	M-Tech
Date of First Appointment on Board	31/07/2010
Experience	35 years

**Nature of Expertise in Specific functional areas :**

Mr. Somasekharareddy Nallapa Reddy Chittor has vast experience in the field of Technical/operations. Under his leadership, the Company has achieved enviable growth and was one of largest Enterprise Solutions Company, developing innovative software products and provider of IT consultancy services for the logistics and supply chain management market place.

Terms and Conditions of Appointment/Re Appointment along with Remuneration sought to be paid: As per item no. 2, Mr. C. N. Somasekhar Reddy (DIN: 02441810) is liable to retire by rotation at the ensuing 27th Annual General Meeting and being eligible, offers himself for re-appointment to the office of Director.

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## **Fourth Generation Information Systems Limited**

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### **Disclosure of inter-se relationship between Directors and Key Managerial Personnel:**

Mr. Somasekharareddy Nallapa Reddy Chittor is not related to any of the other Directors of the Company or Key Managerial Personnel or their relatives.

**Entites (other than Fourth Generation Information Systems Limited) in which Mr. Somasekharareddy Nallapa Reddy Chittor holds the directorship and Committees Membership/Chairmanship: (excluding foreign companies) (\*) Committee refers to Audit Committee and Stakeholders' Relationship Committee only of other Companies, whether listed or not**

#### **Directorship :**

Northward Projects Private Limited- Director

I Q Technologies Private Limited- Director

Skyline Projects Private Limited- Director

#### **Committee-Chairmanship/Membership : -NIL**

**Listed entities from which the person has resigned in the past three years:** Nil

**Shareholding in the Company as on 31st March 2025:** 450038 Equity Shares

**Number of Meetings of the Board attended during the financial year 2024-2025:** 6 (Six)

**The remuneration last drawn by such person: Past Remuneration : NIL**

**In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements:** NIL

**For Item No 3:****Kapila Tanwar (DIN: 10851121) Independent Director****Brief Resume :**

Name of the Director	Kapila Tanwar
Father Name	Krishan Pal
Date of Birth	20/05/1990
Age	35 Years
Qualifications	B.com, D.ed, B.ed, CS, LLB
Date of First Appointment on Board	30th November 2024
Experience	10 Years

**Nature of Expertise in Specific functional areas :**

Ms. Kapila Tanwar is a highly qualified professional with a strong academic and professional background. A Member of the Institute of Company Secretaries of India (ICSI) and holding degrees in Law (LLB), Company Secretary (CS), Bachelor of Commerce (B.Com) and more related fields. With over a decade of extensive experience in corporate governance, compliance, and business administration across diverse industries, she brings a well-rounded skill set and a strategic approach to her professional engagements.

Ms. Tanwar has demonstrated expertise in managing board and committee meetings, annual general meetings, and ensuring seamless regulatory compliance for both listed and unlisted entities. Her capabilities extend to handling critical corporate governance frameworks, ethics management, and corporate compliance management, making her adept at maintaining the highest standards of ethical and regulatory practices.

Her experience includes driving strategic initiatives such as acquisitions, transaction advisory and fund raising. Additionally, she excels in operational management, client interaction, and coordinating teams to achieve organizational goals efficiently.

Terms and Conditions of Appointment/Re Appointment along with Remuneration sought to be paid: As mentioned in the notice and explanatory statement



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## Fourth Generation Information Systems Limited

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### **Disclosure of inter-se relationship between Directors and Key Managerial Personnel:**

Ms. Kapila Tanwar is not related to any of the other Directors of the Company or Key Managerial Personnel or their relatives.

**Entites (other than Fourth Generation Information Systems Limited) in which Ms. Kapila Tanwar holds the directorship and Committees Membership/ Chairmanship: (excluding foreign companies) (\*)** Committee refers to Audit Committee and Stakeholders' Relationship Committee only of other Companies, whether listed or not Directorship : NIL

**Committee Membership :** Nil

**Listed entities from which the person has resigned in the past three years:** NIL

**Shareholding in the Company:** Nil

**Number of Meetings of the Board attended during the financial year 2024-2025:** 1(One)

**Details of Remuneration sought to be paid and the remuneration last drawn by such person:** Except sitting fee for attending the board/committee meetings of the company, she is not entitled to any other benefits.

**In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements:** As mentioned in the notice and explanatory statement

**For Item No 4:**

**Archana Racha (DIN: 08517794), Women Independent Director**

**Brief Resume :**

Name of the Director	Archana Racha
Father Name	Yadagiri Racha
Date of Birth	26/08/1986
Age	39 Years
Qualifications	B.Sc (computers), MCA
Date of First Appointment on Board	30th August 2021
Experience	12 years

### **Nature of Expertise in Specific functional areas :**

Mrs. Archana Racha did her B.Sc in computer science and has passed her Master of Computer Applications (M.C.A) from Osmania University. She has 10 Years of experience in the IT industry, like product development and IT management services.

She has strong expertise in the development of different applications like Business IT model architecting, Social Networks, Healthcare, etc. She has worked in various companies like Focus Softnet Pvt Ltd, and Source Lion Hyderabad., Mrs. Archana has good exposure towards corporate management and employ relationship .

Terms and Conditions of Appointment/Re Appointment along with Remuneration sought to be paid: As mentioned in the notice and explanatory statement

### **Disclosure of inter-se relationship between Directors and Key Managerial Personnel:**

Mrs. Archana Racha is not related to any of the other Directors of the Company or Key Managerial Personnel or their relatives.

**Entites (other than Fourth Generation Information Systems Limited) in which Mrs. Archana Racha holds the directorship and Committees Membership/Chairmanship: (excluding foreign companies) (\*)** Committee refers to Audit Committee and Stakeholders' Relationship Committee only of other Companies, whether listed or not

**Directorship :** Trilateral Global Verticals Private Limited

**Committee Membership :** Nil

**Listed entities from which the person has resigned in the past three years:** NIL

**Shareholding in the Company:** Nil

**Number of Meetings of the Board attended during the financial year 2024-2025:** 6(Six)

**Details of Remuneration sought to be paid and the remuneration last drawn by such person:** Except sitting fee for attending the board/committee meetings of the company, she is not entitled to any other benefits.

**In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements:** As mentioned in the notice and explanatory statement

**BOARD's REPORT**

To the Members,

The Directors have pleasure in presenting before you the 27th Director's Report of the Company together with the Audited Statements of Accounts for the year ended March 31, 2025. The Company's performance is summarized below:

1. Financial Summary/Highlights, Operations, State of Affairs: The performance during the period ended March 31, 2025

**Year Ended (Amount in Lakhs)**

<b>Particulars</b>	<b>31-03-2025</b>	<b>31-03-2024</b>
Revenue from Operations	13.70	5.84
Other Income	2.40	2.99
<b>Total Revenue</b>	<b>16.11</b>	<b>8.83</b>
<b>Expenses</b>		
Cost of operations	21.20	-
Employee benefits expense	10.47	6.20
Finance Cost	51.56	
Depreciation and Amortisation expense	5.64	5.64
Other Expense	16.60	10.69
<b>Total Expenses</b>	<b>105.47</b>	<b>22.53</b>
<b>Profit/(Loss) before tax</b>	<b>(89.36)</b>	<b>(13.70)</b>
<b>Tax Expense:</b>		
Current Tax	0.00	0.00
Deferred Tax	(4.55)	0.00
<b>Profit/ (Loss) for the period</b>	<b>(84.82)</b>	<b>(13.70)</b>

**2. Review of operations:**

The net loss for the financial year ending 31st March 2025 is Rs. 84.82 Lakhs as compared to the loss of Rs. 13.70 Lakhs in the previous financial year ending 31st March 2024.

**3. Dividend:**

Keeping the Company's revival plans in mind, your Directors have decided not to recommend dividend for the financial year 2024-2025.

**4. Transfer to reserves:**

Since there is no surplus in Profit and Loss account, there is no transfer to general reserve or any other reserve.

**5. Material changes & commitment affecting the financial position of the company:**

There have been no material changes and commitments affecting the financial position of the Company which have occurred during the end of the Financial Year of the Company to which the financial statements relate and the date of the report.

**6. Significant & material orders passed by the regulators or courts or tribunals:**

No significant or material orders have been passed against the Company by the Regulators, Courts or Tribunals, which impacts the going concern status and company's operations in future.

**7. Transfer of Amounts to Investor Education and Protection:**

During the year under review, the company does not have any amount of unclaimed and unpaid dividend which is required to be transferred to the IEPF.

**8. Transfer of Unclaimed Shares to Investor Education and Protection:**

During the year under review, the company does not have any unclaimed shares that are required to be transferred to the Demat Account of the IEPF Authority.

**9. Change in the nature of business, if any:**

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

**10. Deposits from public:**

The Company has not accepted any public deposits during the Financial Year ended March 31, 2025 and as such, no amount of principal or interest on public deposits was outstanding as on the date of the balance sheet.

**11. Number of meetings of the board:**

During the year, Six (6) meetings of the Board of Directors of the Company were convened and held in accordance with the provisions of the Act. The Meetings were held on 30th May 2024, 13th August 2024, 31st August 2024, 14th November 2024, 30th November 2024 and 14th February 2025. The maximum interval between any two meetings did not exceed 120 days.

**Audit Committee**

There were 5 (Five) meetings held on 30th May 2024, 13th August 2024, 31st August 2024, 14th November 2024 and 14th February 2025 during the Financial Year 2024-2025.

Following are the members and the Chairperson of the Committee

-till 29/11/2024:

<b>Name</b>	<b>Category</b>
Santosh Reddy Sripathi	Chairperson
Venkateswar Rao Nellutla	Member
Archana Racha	Member

W.e.f 30/11/2024

<b>Name</b>	<b>Category</b>
Santosh Reddy Sripathi	Chairperson
Kapila Tanwar	Member
Archana Racha	Member

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## Fourth Generation Information Systems Limited

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Necessary quorum was present in all meetings. Mr. Santosh Reddy Sripathi, Chairman of the Audit Committee attended the last Annual General Meeting (AGM) of the Company.

The terms of reference to the Audit Committee cover the matter specified for Audit Committee under Regulation 18 of SEBI Listing Regulations and Section 177 (1) of the Companies Act, 2013 and SEBI Listing Regulations.

All the recommendations made by the Audit Committee of the Company have been considered and accepted by the Board of Directors of the Company.

### Nominations and Remuneration Committee

The Nomination and Remuneration Committee of the Board of Directors meets the criteria laid down under section 178 of the Companies Act, 2013 read with the Regulation 19 of the SEBI Listing Regulations.

Two meetings of the Nomination and Remuneration Committee were held during the year on 31st August 2024 and 30th November 2024.

Following are the members and the Chairperson of the Committee

-till 29/11/2024:

Name	Category
Archana Racha	Chairperson
Venkateswar Rao Nellutla	Member
Santosh Reddy Sripathi	Member

W.e.f 30/11/2024

Name	Category
Archana Racha	Chairperson
Kapila Tanwar	Member
Santosh Reddy Sripathi	Member

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## Fourth Generation Information Systems Limited

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Pursuant to Section 134(3) of the Companies Act, 2013, the nomination and remuneration policy of the Company which lays down the criteria for determining qualifications, competencies, positive attributes and independence for appointment of Directors and policies of the Company relating to remuneration of Directors, KMP and other employees is available on the Company's website at [www.fgisindia.com](http://www.fgisindia.com).

### Stakeholder Relationship Committee

The Stakeholder Relationship Committee (SRC) of the Board of Directors meets the Criteria laid down under Section 178 of the Companies Act, 2013, read with the Regulation 20 of the SEBI Listing Regulations.

There were 2 (Two) meetings held on 31st August 2024 and 14th February 2025 during the Financial Year 2024-2025

The Committee focuses on shareholders' grievances and strengthening of investor relations. The committee looks after the services of the Registrars and Share Transfer Agents and recommends measures for providing efficient services to investors. The Committee specifically looks into investor complaints like transfer/transmission/transposition of shares and other related issues. There were no complaints pending for redressal as at 31st March, 2025.

Following are the members and the Chairperson of the Committee

-till 29/11/2024:

Name	Category
Venkateswar Rao Nellutla	Chairman
Archana Racha	Member
Santosh Reddy Sripathi	Member

W.e.f 30/11/2024

Name	Category
Kapila Tanwar	Chairperson
Archana Racha	Member
Santosh Reddy Sripathi	Member

**Meeting of Independent Director**

The Independent Directors of the company have met separately on 14th February 2025 inter-alia, reviewed the performance of the Chairman, Non Executive Directors, Independent Directors, Non Independent Directors. The Independent Directors in the said meeting also assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board to effectively and reasonably perform its duties.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16 read with Regulation 25 of the Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company. Further, all Independent Directors of the Company have registered their names in the Independent Directors' Data bank

The Independent Directors have also confirmed that they have complied with Schedule IV of the Act and the Company's Code of Conduct.

In terms of Regulations 25 of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

During the year, Independent Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board of Directors and Committee(s).

**12. Directors and key managerial personnel:**

Following are the Directors and Key Managerial personnel of the Company as on 31st March 2025 and their changes:

<b>Name of the Directors/Key Managerial personnel</b>	<b>Category</b>	<b>Changes</b>
Somasekharareddy Nallappa Reddy Chittor	Chairperson and Managing Director	-
Srivenkata Ramana Tammiseti	Director	-
Venkateswar Rao Nellutla	Independent Director	Resigned from the closing of business hours w.e.f 29/11/2024



## Fourth Generation Information Systems Limited

Archana Racha	Women Independent Director	
Santosh Reddy Sripathi	Independent Director	
Kapila Tanwar	Independent Director	Appointed w.e.f 30/11/2024
Venkateswara Prasad Ratakonda	Chief Financial Officer	
Harshvardhan Barve	Company Secretary	Resigned w.e.f 01/07/2025

None of the Directors are disqualified from being appointed or holding office as Directors, as stipulated under Section 164 of the Companies Act, 2013.

Pursuant to provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Somasekhareddy Nallapa Reddy Chittor- (DIN: 02441810) is liable to retire by rotation at the ensuing 27th Annual General Meeting and being eligible, offers himself for re-appointment to the office of Director.

Mr. Venkateswar Rao Nellutla, due to increased professional pre-occupations resigned as an Independent Director/Director from the closing of business hours on 29th November 2024. The board took note of the same in the board meeting held on 30th November 2024.

In the board meeting held on 30th November 2024, Ms. Kapila Tanwar as per the recommendation of the Nomination and Remuneration Committee was appointed as an Additional Director (Independent Director category) for a period of 5 years with effect from 30th November 2024 to 29th November, 2029 who shall hold office up to the date of ensuing Annual General Meeting or last date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, the resolution containing to regularize her appointment as an Independent Non-Executive Director of the Company is placed before the members in the notice of ensuing AGM.

Mr. Harshvardhan Barve, Membership Number: A67961, resigned from the post of Company secretary and Compliance officer of the Company w.e.f 01st July 2025.

Ms. Sonakshi Agarwal, Membership Number: M No. A56866 as per the recommendation of the Nomination and Remuneration Committee, was appointed as Company Secretary and Compliance Officer (Key Managerial Personnel) of the Company with effect from the 01st September 2025.

Pursuant to the provisions of regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by ICSI, brief particulars of the directors proposed to be appointed/ reappointed are provided as an annexure to the notice convening the AGM.

**13. Opinion of the board with regard to integrity, expertise and experience (including the proficiency) of the independent directors appointed during the year.**

The Board of Directors have evaluated the Independent Directors appointed/reappointed during the year 2024-25 and opined that the integrity, expertise, and experience (including proficiency) of the Independent Directors is satisfactory.

**14. Borrowing from directors**

The company has received amount from directors of the company of the company by way of unsecured loan.

The Director furnishes to the company a declaration in writing that the amount is not being given out of funds acquired by them by borrowing or accepting loans or deposits from others. The details of borrowings are provided in the notes to the financial statement.

**15. Board evaluation:**

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and individual Directors, including Independent Directors. The framework is monitored, reviewed and updated by the Board, in consultation with the Nomination and Remuneration Committee, based on need and new compliance requirements.

The annual performance evaluation of the Board, its Committees and each Director has been carried out for the financial year 2024-25 in accordance with the framework.

**16. Corporate governance:**

As per the provisions of 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), the compliances with corporate governance provisions as specified in Regulations 17 to 27 are applicable to the Company only if it's paid up Capital exceeds Rs. 10 Crores and if Net worth is above Rs. 25 Crores.

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## Fourth Generation Information Systems Limited

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The following are the Paid up Capital and Networth details of the Company

S. No.	Particulars	Amount as on 31.03.2025 (Rupees)	Amount as on 31.03.2024 (Rupees)	Amount as on 31.03.2023 (Rupees)
1	Paid up Capital	3,55,00,000	3,55,00,000	3,55,00,000
2	Net worth	(1,38,78,481.72)	(53,96,675)	(40,27,006)

Hence, the compliance of provisions of Regulations 17 to 27 of SEBI (LODR) Regulations are not applicable to the Company.

In light of the above, Corporate Governance Report is not applicable to the Company during the period under review. Therefore, the Company is not required to obtain Annual Secretarial Compliance report pursuant to regulation 24A of SEBI (LODR) Regulations.

### 17. Management discussion and analysis report:

In terms of the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management's discussion and analysis is set out in this Annual Report.

### 18. Web Link of Annual Return, if any

Annual Return is hosted on website of the company. Further, the copy of Annual Return (e-form MGT-7) is being placed at registered office of the Company and is being filed on MCA site with Registrar of Companies and which will be further available for public inspection at [www.mca.gov.in](http://www.mca.gov.in).

### 19. Share Capital

During the year under review, there were no changes in the share capital of the Company.

The Share Capital of the Company as on March 31, 2025 was as follows:

The authorized capital of the company stands at Rs. 12,95,00,000/- divided into 1,29,50,000 equity shares of Rs.10/- each.

The Issued, Subscribed and Paid Up Capital of the company at Rs. 3,55,00,000/- divided into 35,50,000 equity shares of Rs.10/- each.

**20. Information about the financial performance / financial position of the subsidiaries / associates:**

The company does not have any subsidiaries/Associate companies as on 31st March 2025.

**21. Director's responsibility statement:**

Pursuant to Section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- ii. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. the directors had prepared the annual accounts on a going concern basis;
- v. the directors had laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- vi. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**22. Internal auditors:**

M/s Ganta & Co, Chartered Accountants (FRN: 018068S) is the Internal Auditor of the Company.

**23. Statutory audit and auditors' report:**

M/s. Gorantla & Co, Chartered Accountants (Firm Registration No. 016943S), was appointed as the Statutory Auditors of the Company for the first term of 5(five) consecutive years to hold office from the conclusion of 26th Annual General Meeting until the conclusion of the 31st Annual General Meeting

M/s. Gorantla & Co, is a peer reviewed Chartered Accountancy Firm registered with Institute of Chartered Accountants of India with (Firm registration Number 016943S). The Firm specializing in Finance, Accounting, Taxation and Assurance & Auditing, Corporate Law Practices, set-forth with a zeal to cater to the Finance, Accounting, Taxation and Corporate needs of clients in the emerging corporate arena and to provide assurance, advisory, secretarial, tax and management consulting services to clients.

Further, the firm have confirmed that the appointment is within the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed or continue as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder.

The Auditors' Report for fiscal 2025 does not contain any qualification, reservation or adverse remark except below point:

Qualification: The Company has taken loans from private parties but has defaulted in repayment of principal and interest.

Management reply: The Company acknowledges that certain loans were obtained from private parties in contravention of applicable provisions of the Companies Act, 2013, due to inadvertent oversight. Delays in repayment occurred due to cash flow constraints. One of the lenders has initiated proceedings before the Hon'ble NCLT as a financial creditor, and the Company will address payments in accordance with the outcome of the said proceedings. Necessary steps are being taken to ensure future compliance

The Auditors' Report is enclosed with the financial statements in this Annual Report.

The Company has received audit report with unmodified opinion for standalone audited financial results of the Company for the Financial Year ended March 31, 2025 from the statutory auditors of the Company.

## **24. Secretarial Auditor & Audit Report:**

Pursuant to Regulation 24A of the Listing Regulations read with provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is mandated that every listed entity and its material unlisted subsidiaries undertake a Secretarial Audit.

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## Fourth Generation Information Systems Limited

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In alignment with the aforementioned regulatory framework including the amendments made by SEBI and the provisions of the Companies Act, 2013 regarding Secretarial Audit and appointment of Secretarial Auditor, the Board of Directors of your Company based on the recommendations of the Audit Committee approved and recommended to the Shareholders for their approval, appointment of Ms. Neha Pamnani, a peer reviewed Company Secretary in whole time practice, as the Secretarial Auditor of the Company for a term of 5 consecutive years starting from 1st April, 2025 to 31st March, 2030.

Ms. Neha Pamnani has confirmed that she is not disqualified from being appointed as the Secretarial Auditors of the Company and satisfy the prescribed eligibility criteria.

The Secretarial Audit for the financial year ended March 31, 2025 was carried out by Ms. Neha Pamnani, a peer reviewed Company Secretary in Wholetime Practice,. The Report given by the Secretarial Auditor is annexed herewith and forms integral part of this Report.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark except the below:

- a) **Qualification:** The company has not been making payment of ACF from the financial year 2015-2016, hence the benpose has been stopped by NSDL. Also the trading is restricted due to GSM.

Management Reply:

The company in the process of completing the Compliances and settling the amount dues to NSDL asap.

- b) **Qualification:** The Company has obtained loans in contravention of applicable provisions of Companies Act 2013, from private parties and also has defaulted in repayment of principal and interest.

Management Reply: The Company acknowledges that certain loans were obtained from private parties in contravention of applicable provisions of the Companies Act, 2013, due to inadvertent oversight. Delays in repayment occurred due to cash flow constraints. One of the lenders has initiated proceedings before the Hon'ble NCLT as a financial creditor, and the Company will address payments in accordance with the outcome of the said proceedings. Necessary steps are being taken to ensure future compliance.

**25. Secretarial standards:**

The company is in compliance with Secretarial Standards issued by The Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings.

**26. No Frauds reported by statutory auditors**

During the Financial Year 2024-2025, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3) (ca) of the Companies Act, 2013.

**27. Conservation of energy, technology absorption and foreign exchange outgo:**

The required information as per Sec.134 of the Companies Act 2013 is provided hereunder:

**A. Conservation of Energy:**

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

**B. Technology Absorption:**

1. Research and Development (R&D): NIL
2. Technology absorption, adoption and innovation: NIL

**C. Foreign Exchange Earnings and Out Go: Foreign Exchange Earnings: Rs. NIL Foreign Exchange Outgo: Rs. NIL**

**28. Corporate social Responsibility Policy:**

The Company was not required to constitute Corporate Social Responsibility (CSR) Committee as the company has not met any of the thresholds mentioned in section 135 of the Companies Act, 2013 during the financial year under review. Hence, reporting about the policy on Corporate Social Responsibility and initiative taken are not applicable to the company.

**29. Particulars of loans, guarantees or investments:**

The company has not given loans, Guarantees or made any investments during the year under review.

**30. Listing Of Equity Shares**

Your company shares are listed with the Bombay Stock Exchange of India Limited.

**31. Cost records and cost audit:**

The company is not required to maintain cost records as specified by the central government under sub section (1) of section 148 of the Companies Act, 2013.

**32. Disclosure of internal financial controls:**

The Company has in place adequate internal control systems, which commensurate with its size, nature of business and complexity of its operations and are designed to provide a reasonable degree of assurance regarding the effectiveness and efficiency of operations, the adequacy of safeguard for assets, internal control over financial reporting, and compliance with applicable laws and regulations. Internal audit function evaluates the adequacy of and compliance with policies, plans, regulatory and statutory requirements.

The Internal Auditors directly report to the Board's Audit Committee, thus ensuring the independence of the process. It also evaluates and suggests improvement in effectiveness of risk management, controls and governance process. The Audit committee and Board provides necessary oversight and directions to the Internal audit function and periodically reviews the findings and ensures corrective measures are taken.

**33. Risk management policy:**

Your Company follows a comprehensive system of Risk Management. Your Company has adopted a procedure for assessment and minimization of probable risks. It ensures that all the risks are timely defined and mitigated in accordance with the well-structured risk management process.

**34. Particulars of Employees & Employee relations:**

Your Directors are pleased to record their sincere appreciation of the contribution by the staff at all levels in the improved performance of the Company.

None of the employees of your Company is in receipt of remuneration requiring disclosure pursuant to the provisions of Section 134(3) (q) of the Companies Act, 2013 read with Rule 5(2) the Companies



(Appointment and Remuneration of Managerial Personnel) Rules, 2014. Hence, no such particulars in this regard are annexed.

**35. Industry based disclosures as mandated by the respective laws governing the company:**

The Secretarial audit report for the financial year 2024-2025 has briefed on compliance of industry-based disclosures and concerned laws governing the company.

**36. Vigil mechanism:**

Vigil Mechanism Policy has been established by the Company for directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013. The same has been placed on the website of the Company.

**37. Insider Trading Regulations**

The Company has adopted an 'Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by Insiders ("the Code") in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 (The PIT Regulations). The Code is applicable to all Directors and such Designated Employees and other connected persons who are expected to have access to unpublished price sensitive information relating to the Company. The Company Secretary is the Compliance Officer for monitoring adherence to the SEBI (Prohibition of Insider Trading) Regulations, 2015. The Company has also formulated 'The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)' in compliance with the PIT Regulations. This Code is displayed on the Company's website viz. [www.fgisindia.com](http://www.fgisindia.com).

**38. Declaration of Compliance of Code of Conduct:**

The Company has adopted a Code of Business Conduct and Ethics (the Code) which applies to all the employees and Directors of the Company. Under the Code, it is the responsibility of all the employees and directors to familiarize themselves with the code and comply with its standards and that the Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year 2024-25. A Declaration in this regard is herewith attached with this annual report

**39. Prevention of sexual harassment at workplace:**

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition, and Redressal of Sexual Harassment at workplace.

This is in line with provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('POSH Act') and the Rules made thereunder. With the objective of providing a safe working environment, all employees (permanent, contractual, temporary, trainees) are covered under this Policy. The policy is available on the website at [www.fgisindia.com](http://www.fgisindia.com).

As per the requirement of the POSH Act and Rules made thereunder, the Company has constituted an Internal Committee at all its locations known as the Prevention of Sexual Harassment (POSH) Committees, to inquire and redress complaints received regarding sexual harassment.

The details of Complaints are mentioned below:

Number of Complaints received during the financial year 2024-25: NIL

Number of Complaints disposed of during the financial year 2024-25: NIL

Number of Complaints pending as on 31st March, 2025: NIL

**40. Particulars of contracts or arrangement with related parties:**

All the transaction happened with related parties were on arm length basis and ordinary course of business. Further there were no related party transactions happened during the year 2024-2025.

**41. Other Disclosures:**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- a. Issue of equity shares with differential rights as to dividend, voting or otherwise.
- b. Issue of shares (including sweat equity shares) to employees of the Company under any scheme referred to in this Report.

**42. The details of application made or any proceeding pending under the insolvency and bankruptcy code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year.**

Not Applicable

- 43. The details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof**

Not Applicable

- 44. Maternity Benefit**

The Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the year.

- 45. Reconciliation of Share Capital Audit**

As required by the SEBI Listing Regulations, quarterly audit of the Company's share capital is being carried out by an independent Practicing Company Secretary with a view to reconcile the total share capital admitted with NSDL and CDSL and held in physical form, with the issued and listed capital.

The Practicing Company Secretary's Certificate in regard to the same is submitted to BSE and the NSE and is also placed before the Board of Directors.

- 46. Appreciation & acknowledgement:**

Your Directors place on record their appreciation for the overwhelming co-operation and assistance received from the investors, customers, business associates, bankers, vendors, as well as regulatory and governmental authorities. Your Directors also thanks the employees at all levels, who through their dedication, co-operation, support and smart work have enabled the company to achieve a moderate growth and is determined to poise a rapid and remarkable growth in the year to come.

**By order of the Board of Directors  
For Fourth Generation  
Information Systems Limited**

**Sd/-**

**C. N. Somasekhara Reddy  
Managing Director  
DIN: 02441810**

**Date: 01st September 2025  
Place: Hyderabad**

**CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT POLICY:**

The Company has adopted a Code of Business Conduct and Ethics (the Code) which applies to all the employees and Directors of the Company.

Under the Code, it is the responsibility of all the employees and directors to familiarize themselves with the code and comply with its standards.

I hereby confirm that the Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year 2024-25

**By order of the Board of Directors  
For Fourth Generation  
Information Systems Limited**

**Sd/-**

**C. N. Somasekhara Reddy  
Managing Director  
DIN: 02441810**

**Place: Hyderabad  
Date: 01/09/2025**

**MANAGEMENT DISCUSSIONS AND ANALYSIS**

**1. Industry Structure and Developments:**

The business trends in the field software development are slow down due to machine automation and artificial intelligence. The new technological evolution is taking place, the phase of software industry is transforming into hardware specific software. As hand held device oriented software is picking up due to volume users. Emerging of technologies also gives opportunities for growth.

**2. Opportunities and Threats:**

Though the overall scenario for the smaller companies is extremely competitive, there are some niche areas where there are some opportunities for growth. The management is exploring the opportunities in the area hardware based software products. The management is exploring these areas to consider entering these areas and develop expertise in such areas.

**3. Segment wise or Product wise Performance:**

Not applicable

**4. Outlook:**

The management is doing its best to forge relations with other companies and take the company forward in the new business lines. However, the outlook of the management is cautious in view of the competitive nature of the market.

**5. Risks and Concerns:**

While venturing into new business lines, the company would need access to funds. The risk of not being able to raise funds at the timer needed is the biggest risk that the management foresees.

**6. Internal Control Systems:**

The Company has adequate internal control systems commensurate with the size and the nature of business of the Company. The internal control system is constantly assessed and strengthened with tighter control procedures. The internal control systems ensure effectively of

operations, compliance with internal policies and applicable laws and regulations, protection of resources and assets, and accurate reporting of financial transactions. The audit committee periodically reviews the adequacy and efficacy of the said internal control systems. All the issues relating to internal control systems are resolved by the audit committee.

**7. Discussion on financial performance with respect to operational performance:**

In view of the fall in extent of operations and the delay in materialization of the new business lines, the revenue of the company has seen a further dip. Also, the management has decided to adopt even more prudential accounting norms as a matter of conservative accounting. This measure, which will definitely help the company in the future, has led to certain write offs.

**8. Human resource development and industrial relations:**

The Company recognizes the importance and contribution of the employees. Human Resource is viewed to be as one of the most important factor in the growth process with a view to cross further frontiers in business performance, the Company strives to organize training modules for understanding and improving the core skills of the employees. It is the continuous effort by the Company that helps to provide the right environment in order to maximize team efforts while exploiting individual growth potential in the right manner. The Directors record their appreciation of the support and continued contribution of all employees towards the growth of the Company.

**9. Disclosure of Accounting Treatment:**

Where in the preparation of financial statements, a treatment different from that prescribed in an Accounting Standard has been followed, the fact shall be disclosed in the financial statements, together with the management's explanation as to why it believes such alternative treatment is more representative of the true and fair view of the underlying business transaction.

**10. Financial Performance:**

As on 31st March 2025, The authorized capital of the company stands at Rs. 12,95,00,000/- divided into 1,29,50,000 equity shares of Rs.10/- each.

## **Fourth Generation Information Systems Limited**

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The Issued, Subscribed and Paid Up Capital of the company at Rs. 3,55,00,000/- divided into 35,50,000 equity shares of Rs.10/- each.

The net loss for the financial year ending 31st March 2025 is Rs. 84.82 Lakhs as compared to the loss of Rs. 13.70 Lakhs in the previous financial year ending 31st March 2024.

**By order of the Board of Directors  
For Fourth Generation  
Information Systems Limited**

**Sd/-**

**C. N. Somasekhara Reddy  
Managing Director  
DIN: 02441810**

**Place: Hyderabad  
Date: 01/09/2025**

## Fourth Generation Information Systems Limited



**Neha Pamnani**

8-3-318/6/10, Yellareddy Guda Ameerpet, Hyderabad – 500073, Telangana

Email:nehapamnani810@gmail.com Phone: +91 8107715201, +91 7093619053

### **CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

**(Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,  
The Members of  
Fourth Generation Information Systems Limited  
Flat No 301, Saai Priya Apartment  
H.No 6-3-663/7/6/301, Jaffer Ali Bagh,  
Somajiguda, Hyderabad,  
Telangana - 500082

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Fourth Generation Information Systems Limited having CIN L72200TG1998PLC029999 and registered office at Flat No 301, Saai Priya Apartment, H.No 6-3-663/7/6/301, Jaffer Ali Bagh, Somajiguda, Hyderabad, Telangana - 500082, India(hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations,2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

S r. N o	Name of Director	DIN	*Date of appointment in Company	Date of cessation in company
1.	Somasekharareddy Nallapa Reddy Chittor	02441810	31/07/2010	-
2.	Srivenkata Ramana Tammisetti	03195303	31/07/2010	-
3.	Archana Racha	08517794	30/08/2021	-
4.	Venkateswar Rao Nellutla	09261084	30/08/2021	29/11/2024
5.	Santosh Reddy Sripathi	09663143	14/02/2023	-
6.	Kapila Tanwar	10851121	30/11/2024	

\* the date of appointment is as per the MCA Portal



## **Fourth Generation Information Systems Limited**

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Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Sd/-**

**CS Neha Pamnani**

**Company Secretary in Practice**

**M No: A44300**

**COP: 24045**

**PR: 4765/2023**

**UDIN: A044300G001124621**

**Date: 01/09/2025**

**Place: Hyderabad**



**Neha Pamnani**

8-3-318/6/10, Yellareddy Guda Ameerpet, Hyderabad – 500073, Telangana

Email:nehapamnani810@gmail.com Phone: +91 8107715201, +91 7093619053

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31st MARCH 2025**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members

FOURTH GENERATION INFORMATION SYSTEMS LIMITED

Flat No 301, Saai Priya Apartment, H. No 6-3-663/7/6/301,

Jaffer Alibagh, Somajiguda, Hyderabad, Telangana - 500082

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Fourth Generation Information Systems Limited (CIN L72200TG1998PLC029999)** (hereinafter called the “Company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the company’s books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by company for the financial year ended on 31st March 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

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#### Fourth Generation Information Systems Limited

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- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; [Not Applicable as there is no foreign investment in/by the company];
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of capital and Disclosure Requirements), Regulations, 2018; **[Not Applicable as there was no reportable event during the period under review];**
  - (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **[Not Applicable as there was no reportable event during the period under review];**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;- **[Not Applicable as there was no reportable event during the period under review];**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **[Not Applicable to the company during the audit period];**
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **[Not Applicable as there was no reportable event during the period under review];**
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **[Not Applicable as there was no reportable event during the period under review];**
  - (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (vi) The industry Specific Acts, Labour and other applicable laws as provided by the management of the company:

## **Fourth Generation Information Systems Limited**

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- ii. The listing agreements entered into by the company with BSE Limited and The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended from time to time.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

- a) The company has not been making payment of ACF from the financial year 2015-2016, hence the benpose has been stopped by NSDL. Also the trading is restricted due to GSM.
- b) The Company has obtained loans in contravention of applicable provisions of Companies Act 2013, from private parties and also has defaulted in repayment of principal and interest.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors, after considering the aforementioned responses to the violations. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act after considering the aforementioned responses to the violations.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Further, the meetings held at shorter notice were in compliance with SS-1 Secretarial Standard on Meetings of the Board of Directors.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

## **Fourth Generation Information Systems Limited**

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I further report that based on the information provided and the representation made by the Company, taken on record by the Board of Directors of the Company, in my opinion there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period no events occurred which had bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards etc

**Sd/-**

**CS Neha Pamnani**

**Company Secretary in Practice**

**M No: A44300**

**COP: 24045**

**PR: 4765/2023**

**UDIN: A044300G001124632**

**Date: 01/09/2025**

**Place: Hyderabad**

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

**Annexure A**

**SECRETARIAL AUDIT REPORT**

To

The Members

**FOURTH GENERATION INFORMATION SYSTEMS LIMITED**

Flat No 301, Saai Priya Apartment, H. No 6-3-663/7/6/301,

Jaffer Alibagh, Somajiguda, Hyderabad, Telangana - 500082

My report of even date is to be read along with this letter

1. Maintenance of Secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is responsibility of Management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the further viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Sd/-

**CS Neha Pamnani**

**Company Secretary in Practice**

**M No: A44300**

**COP: 24045**

**PR: 4765/2023**

**UDIN: A044300G001124632**

**Date: 01/09/2025**

**Place: Hyderabad**

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## Fourth Generation Information Systems Limited

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### CERTIFICATE BY THE MANAGING DIRECTOR AND CFO OF THE COMPANY

To

The Board of Directors

Fourth Generation Information Systems Limited

Dear Sirs,

As required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state and hereby certify that:

1. We have reviewed the financial statements and the cash flow statement for the year ended 31st March 2025 and to the best of our knowledge and belief;
  - a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
  - b. These statements present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which I was aware and the steps that I have taken or propose to take and rectify the identified deficiencies and
4. That we have informed the auditors and the audit committee of:
  - a) Significant changes in the internal control during the year;
  - b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - c) Instances of significant fraud of which we have become aware and the involvement of any employee having a significant role in the company's internal control system.

**By order of the Board of Directors  
for Fourth Generation Information Systems Limited**

Sd/-

**C. N. Somasekhara Reddy  
Managing Director  
DIN: 02441810**

Sd/-

**Venkateswara Prasad  
Ratakonda  
CFO**

**Place: Hyderabad  
Date: 28.05.2025**

**INDEPENDENT AUDITOR'S REPORT**

To the Members of

**FOURTH GENERATION INFORMATION SYSTEMS LIMITED**

Report on the Audit of the Financial Statements

**Opinion**

We have audited the accompanying Financial Statements of FOURTH GENERATION INFORMATION SYSTEMS LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**Basis For Opinion**

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the act and the rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

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



### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31, 2025. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

### **Material Uncertainty Related to Going Concern**

We draw attention to the financial statements, which state that the Company has incurred accumulated losses exceeding its net worth, resulting in the erosion of net worth. This condition indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the financial statements have been prepared on a going concern basis based on management's assessment, as detailed in Notes in the financial statements. Our opinion is not modified in respect of this matter.

### **Information Other than the Financial Statements and Auditor's Report Thereon / Other Information**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Report on Corporate Governance, but does not include the consolidated financial statements, Financial Statements and our auditor's report thereon. The Management Discussion and Analysis, Board's report including annexures to Board's report, Report on Corporate Governance is expected to be made available to us after the date of this auditor's report.

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

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

When we read the Management Discussion and Analysis, Board's report including annexures to Board's report, Report on Corporate Governance Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

### **Responsibilities of Management and Board of Directors for The Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Financial Statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibility for The Audit of The Financial Statements**

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

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

## Fourth Generation Information Systems Limited

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

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

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## Fourth Generation Information Systems Limited

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

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

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

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

#### **Fourth Generation Information Systems Limited**

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- f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls with reference to Financial Statements.
- g. With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
- ii. The Company did not have any material foreseeable losses on long-term contracts including derivative contract.
- iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv.
- a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other

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## Fourth Generation Information Systems Limited

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persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- c. Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
  - v. The company has not declared or paid any dividend during the year.
  - vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention
2. **As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.**

**For Gorantla & Co**  
**Chartered Accountants**  
**Firm's Registration No.: 016943S**

**Sd/-**  
**Sri Ranga Gorantla**  
**Partner**  
**Membership No.: 222450**  
**UDIN: 25222450BMIVEO6290**

**Place: Hyderabad**  
**Date: 28th May,2025**

**Annexure A to the Independent Auditor's Report**

**(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 (the "Act")**

We have audited the internal financial controls with reference to Financial Statements of FOURTH GENERATION INFORMATION SYSTEMS LIMITED (the "Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's and Board of Directors' Responsibilities for Internal Financial Controls**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI 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 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 Financial Statements was established and maintained and if such controls operated effectively in all material respects.

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

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

### **Meaning of Internal Financial Controls with reference to Financial Statements**

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls with reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of



the internal financial controls with reference to Financial Statements to future periods are subject to the risk that the internal financial control with reference to Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to Financial Statements and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the criteria for internal financial control with reference to Financial Statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Gorantla & Co**  
**Chartered Accountants**  
**Firm's Registration No.: 016943S**

**Sd/-**  
**Sri Ranga Gorantla**  
**Partner**  
**Membership No.: 222450**  
**UDIN: 25222450BMIVEO6290**

**Place: Hyderabad**  
**Date: 28th May,2025**

**Annexure B to the Independent Auditor's Report**

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

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) In respect of the Company's property, plant and equipment and intangible assets:
- (a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, capital work-in-progress.

B. The Company does not have any intangible assets. Accordingly, reporting under this clause is not applicable.

(b) The Company has a program of verification of property, plant and equipment so to cover all the items in a phased manner over a period of two years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of records, the title deeds of the buildings disclosed in the financial statements are held in the name of the Company.

(d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

- (ii) (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.

#### Fourth Generation Information Systems Limited

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(b)The Company has not been sanctioned working capital limits in excess of ₹5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

- (iii) The Company has not made investments in Companies and has not provided guarantee or granted any loans or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year.
- (a) The Company has not made investments, not provided any loans or advances in the nature of loans or stood guarantee or provided security to any other entity during the year.
- (b) Since no such investments, loans, guarantees, securities, or advances have been made, the provisions of clause 3(iii)(b) of the Order are not applicable.
- (c) The Company has not granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the provisions of clause 3(iii)(c) of the Order are not applicable to the Company.
- (d) The Company has not granted any loans or advances in the nature of loans, secured or unsecured, during the year. Accordingly, the provisions of clause 3(iii)(d) of the Order are not applicable to the Company.
- (e) The Company has not granted any loans or advances in the nature of loans, secured or unsecured, during the year. Accordingly, the provisions of clause 3(iii)(e) of the Order are not applicable to the Company.
- (f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3 (iii)(f) is not applicable.
- (iv) According to the information and explanations given to us and on the basis of our examination of records, the Company has not granted any loans or provided any guarantees or securities or made any investments during the year. Accordingly, the provisions of Sections 185 and 186 of the Companies Act, 2013 are not applicable to the Company.

#### **Fourth Generation Information Systems Limited**

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- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- (vi) The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.

(vii) In respect of statutory dues:

- (a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.

- (b) As per the information and explanations given to us and based on records examined by us there were no undisputed outstanding amounts referred in sub-clause (a) above and hence clause 3(vii)(b) of the Order is not applicable.

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix)

- (a) The Company has taken loans from private parties but has defaulted in repayment of principal and interest. The details of such defaults are as under:

## Fourth Generation Information Systems Limited

Nature of borrowing	Name of Lender	Amount not paid on due date	Whether Principal or Interest	No of days delay/unpaid	Remarks, if any
Term Loan	CRC INFRATECH & SERVICES LLP	115.00	Principal and Interest	365	Nil
Term Loan	SHUBAM MODI NIRMAN	115.00	Principal and Interest	365	Nil
Term Loan	MGA Ventures	115.00	Principal and Interest	365	Nil
Term Loan	Globaleon Trade LLP	81.56	Principal and Interest	212	Nil

The Company has not been declared a wilful defaulter by any bank, financial institution, government, or government authority.

- (c) The term loans taken by the Company during the year have been applied for the purposes for which they were obtained.
- (d) On an overall examination of the financial statements of the Company, no funds have been raised for short-term purposes.
- (e) On an overall examination of the financial statements of the Company, it has been noted that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x)
- (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially, or optionally convertible) during the year. Accordingly, the provisions of

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## Fourth Generation Information Systems Limited

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Section 42 and Section 62 of the Companies Act, 2013 and reporting requirements under clause 3(x)(b) of the Order are not applicable.

(xi)

(a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year (and up to the date of this report), while determining the nature, timing and extent of our audit procedures.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable for all transactions with the related parties and the details of related party transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.

(xiv) (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and thenature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) In our opinion, during the year the Company has not entered into any non-cash transactions with its Directors or personsconnected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies(Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

#### **Fourth Generation Information Systems Limited**

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- (xvii) The Company has incurred cash losses of ₹83.73 lakhs during the financial year under audit and cash losses of ₹8.06 lakhs in the immediately preceding financial year.
- (xviii) There has been a change in the statutory auditors during the year and, according to the information and explanations provided to us, no issues, objections, or concerns were raised by the outgoing auditors.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) The provisions of Section 135 of the Companies Act, 2013 in relation to Corporate Social Responsibility is not applicable to the Company. Accordingly, the requirement to report on clause 3(xx)(a) of the Order is not applicable to the Company.
- (b) The provisions of Section 135 of the Companies Act, 2013 in relation to Corporate Social Responsibility is not applicable to the Company. Accordingly, the requirement to report on clause 3(xx)(b) of the Order is not applicable to the Company.

**For Gorantla & Co**  
**Chartered Accountants**  
**Firm's Registration No.: 016943S**

**Sd/-**  
**Sri Ranga Gorantla**  
**Partner**  
**Membership No.: 222450**  
**UDIN: 25222450BMIVEO6290**

**Place: Hyderabad**  
**Date: 28th May, 2025**

# Fourth Generation Information Systems Limited

## Balance Sheet as at 31st March 2025

in ₹ lakhs

Particulars	Notes	As at 31 March 2025	As at 31 March 2024
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Property, Plant and Equipment	3	16.77	22.41
(b) Capital work-in-progress	4	50.50	-
(c) Other Non-Current Assets	5	237.50	-
<b>Total Non-Current Assets</b>		<b>304.77</b>	<b>22.41</b>
<b>Current Assets</b>			
(a) Financial Assets			
i) Trade Receivables	6	3.55	33.54
ii) Cash and Cash Equivalents	7	10.98	5.76
iii) Loans	8	22.50	351.59
(b) Other Current Assets	9	117.64	-
<b>Total Current Assets</b>		<b>154.67</b>	<b>390.88</b>
<b>Total Assets</b>		<b>459.44</b>	<b>413.30</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	10	355.00	355.00
(b) Other Equity	11	(493.78)	(408.97)
<b>Total Equity</b>		<b>(138.78)</b>	<b>(53.97)</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	12	387.56	329.44
(b) Deferred tax liabilities	13	-	4.55
<b>Total Non-current Liabilities</b>		<b>387.56</b>	<b>333.98</b>
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Trade Payables			
(aia) Total outstanding dues of micro enterprises and small enterprises; and	14	-	-
(bib) Total outstanding dues of creditors other than micro enterprises and small enterprises	15	99.74	120.61
(ii) other financial liabilities	16	48.09	-
(b) Other current liabilities	17	62.84	1.47
(d) Provisions	17	-	11.19
<b>Total Current Liabilities</b>		<b>210.67</b>	<b>133.28</b>
<b>Total Liabilities</b>		<b>598.23</b>	<b>467.26</b>
<b>Total Equity and Liabilities</b>		<b>459.44</b>	<b>413.30</b>
<b>Notes forming part of the financial statements</b>	1-27		

As per our report attached  
For Gorantla & Co  
Chartered Accountants  
Firm's registration no. 016943S

Sd/-  
Sri Ranga Gorantla  
Partner  
Membership No: 222450  
UDIN: 25222450BIMVEO6290

Place: Hyderabad  
Date: 28th May, 2025

For and on behalf of the Board of Directors of  
FOURTH GENERATION INFORMATION SYSTEMS LIMITED  
CIN: L72200TG1998PLC029999

Sd/-  
C.N. Somasekhara reddy  
Managing Director  
DIN: 02441810

Sd/-  
Venkateswara Prasad Ratakonda  
Chief Financial Officer

Sd/-  
T. Srivenkata Ramana  
Director  
DIN: 03195303

Sd/-  
Harshvardhan Barve  
Company Secretary



## Fourth Generation Information Systems Limited

### Statement of Profit and Loss for the year ended 31st March 2025

in ₹ lakhs

Particulars	Notes	For the year ended 31 March 2025	For the year ended 31 March 2024
I Revenue from operations	18	13.70	5.84
II Other income	19	2.40	2.99
III <b>Total Income (III)</b>		<b>16.11</b>	<b>8.83</b>
IV <b>Expenses</b>			
Cost of operations	20	21.20	-
Employee benefits expenses	21	10.47	6.20
Finance costs	22	51.56	-
Depreciation and amortisation expenses	3	5.64	5.64
Other Expenses	23	16.60	10.69
<b>Total Expenses (IV)</b>		<b>105.47</b>	<b>22.53</b>
V <b>Profit before exceptional items and tax (III-IV)</b>		<b>-89.36</b>	<b>-13.70</b>
VI Exceptional Items		-	-
VII <b>Profit before tax (V-VI)</b>		<b>-89.36</b>	<b>-13.70</b>
VIII <b>Tax expense:</b>			
(1) Current Tax		-	-
(2) Deferred Tax		-4.55	-
IX <b>Profit for the period (VII-VIII)</b>		<b>-84.82</b>	<b>-13.70</b>
X <b>Other Comprehensive Income</b>			
(a) Items that will not be reclassified to profit or loss		-	-
(b) Items that may be reclassified to profit or loss		-	-
XI <b>Total other comprehensive income (a+b)</b>		-	-
XII <b>Total comprehensive income for the period (X+XI)</b>		<b>-84.82</b>	<b>-13.70</b>
XIII <b>Earnings per equity share</b>			
Basic		-2.39	-0.39
Diluted		-2.39	-0.39
<b>Notes forming part of the financial statements</b>	1-27		

As per our report attached  
For Gorantla & Co  
Chartered Accountants  
Firm's registration no. 016943S

For and on behalf of the Board of Directors of  
FOURTH GENERATION INFORMATION SYSTEMS LIMITED  
CIN: L72200TG1998PLC029999

Sd/-  
Sri Ranga Gorantla  
Partner  
Membership No: 222450  
UDIN: 25222450BMIVEO6290

Sd/-  
C.N. Somasekhara reddy  
Managing Director  
DIN: 02441810

Sd/-  
T. Srivenkata Ramana  
Director  
DIN: 03195303

Place: Hyderabad  
Date: 28th May,2025

Sd/-  
Venkateswara Prasad Ratakonda  
Chief Financial Officer

Sd/-  
Harshvardhan Barve  
Company Secretary

## Fourth Generation Information Systems Limited

### Statement of Cash Flows for the year ended 31st March 2025

in ₹ lakhs

	Particulars	For the year ended 31 March	For the year ended 31 March 2024
<b>A.</b>	<b><u>Cash flow from / (used in) Operating Activities:</u></b>		
	Net Profit/(Loss) before tax	-89.36	-13.70
	<u>Adjustments for:</u>		
	Depreciation	5.64	5.64
	Finance cost	51.56	-
	Deferred Tax	4.55	-
	Finance income	-1.40	-2.99
	<b>Operating loss before working capital changes</b>	<b>-29.01</b>	<b>-11.05</b>
	<b>Adjustments for working capital changes:</b>		
	(Increase) / Decrease in trade receivables	29.99	-
	(Increase) / Decrease in Other Assets	-26.06	-280.25
	Increase / (Decrease) in Trade Payables	-20.87	-0.20
	Increase / (Decrease) in Other Liabilities	93.72	-
	Increase / (Decrease) in Provisions	-	2.00
	Cash generated from /(used in) Operations	<b>47.77</b>	<b>-289.50</b>
	Less: Direct taxes paid	-	-
	<b>Net Cash flow from / (used in) Operating Activities</b>	<b>(A) 47.77</b>	<b>-289.50</b>
<b>B.</b>	<b><u>Cash flow from/ (used in) Investing Activities:</u></b>		
	Interest received	1.40	2.99
	Purchase of PPE and intangible assets (including CWIP)	-50.50	-
	<b>Net Cash flow from / (used in) Investing Activities</b>	<b>(B) -49.10</b>	<b>2.99</b>
<b>C.</b>	<b><u>Cash flow from (used in) Financing Activities:</u></b>		
	Net Proceeds from borrowings	58.12	291.15
	Interest expenses	-51.56	-
	<b>Net Cash flow from / (used in) Financing Activities</b>	<b>(C) 6.56</b>	<b>291.15</b>
	<b>Net Increase / (Decrease) in Cash and Cash Equivalents</b>	<b>5.23</b>	<b>4.64</b>
	<b>Cash and Cash Equivalents at the beginning of the year</b>	<b>5.76</b>	<b>1.12</b>
	<b>Cash and Cash Equivalents at the end of the year</b>	<b>10.99</b>	<b>5.76</b>

As per our report attached  
For Gorantla & Co  
Chartered Accountants  
Firm's registration no. 016943S

For and on behalf of the Board of Directors of  
FOURTH GENERATION INFORMATION SYSTEMS LIMITED  
CIN: L72200TG1998PLC029999

Sd/-  
Sri Ranga Gorantla  
Partner  
Membership No: 222450  
UDIN: 25222450BMIVE06290

Sd/-  
C.N. Somasekhara reddy  
Managing Director  
DIN: 02441810

Sd/-  
T. Srivenkata Ramana  
Director  
DIN: 03195303

Place: Hyderabad  
Date: 28th May, 2025

Sd/-  
Venkateswara Prasad Ratakonda  
Chief Financial Officer

Sd/-  
Harshvardhan Barve  
Company Secretary

## Fourth Generation Information Systems Limited

### STATEMENT OF CHANGES IN EQUITY for the year ended 31st March 2025

#### A. Equity Share Capital

in ₹ lakhs

Particulars	Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
<b>Current reporting period -</b>			
Number of Shares	35,50,000	-	35,50,000
<b>Amount ( INR in Lakhs)</b>	<b>355.00</b>	<b>-</b>	<b>355.00</b>
<b>Previous reporting period -</b>			
Number of Shares	35,50,000	-	35,50,000
<b>Amount ( INR in Lakhs)</b>	<b>355.00</b>	<b>-</b>	<b>355.00</b>

#### B. Other equity

in fi lakhs

Particulars	Reserves & Surplus		Total
	General Reserve	Retained Earnings	
<b>As at April 1, 2023</b>	6.00	-401.27	<b>-395.27</b>
Profit / (Loss) for the year	-	-13.70	<b>-13.70</b>
Other comprehensive income	-	-	-
<b>As at March 31, 2024</b>	6.00	-414.97	<b>-408.97</b>
Profit / (Loss) for the year	-	-84.82	<b>-84.82</b>
Other comprehensive income	-	-	-
<b>As at March 31, 2025</b>	6.00	-499.78	<b>-493.78</b>

See accompanying notes forming part of financial statements

As per our report attached  
For Gorantla & Co  
Chartered Accountants  
Firm's registration no. 016943S

Sd/-  
Sri Ranga Gorantla  
Partner  
Membership No: 222450  
UDIN: 25222450BMIVEO6290

Place: Hyderabad  
Date: 28th May,2025

For and on behalf of the Board of Directors of  
FOURTH GENERATION INFORMATION SYSTEMS LIMITED  
CIN: L72200TG1998PLC029999

Sd/-  
C.N. Somasekhara reddy  
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DIN: 02441810

Sd/-  
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Chief Financial Officer

Sd/-  
T. Srivenkata Ramana  
Director  
DIN: 03195303

Sd/-  
Harshvardhan Barve  
Company Secretary

Notes to financial statements for the year ended 31st March 2025

### 1. Corporate Information

Fourth Generation Information Systems Limited is a public limited company incorporated under the provisions of the Companies Act on August 21, 1998.

The registered office of the company is located at FLAT NO 301, SAAI PRIYA APARTMENT H.No 6-3-663/7/6/301, JAFFER ALI BAGH, S, OMAJIGUDA, Hyderabad, HYDERABAD, Telangana, India, 500082.

The financial statement were authorised for issue on May 28, 2025. The company is engaged in process of providing IT and IT enabled services provider.

### 2 Significant Accounting Policies

#### 2.1 Basis of preparation of financial statements

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The financial statements have also been prepared in accordance with the provisions of the Act, guidelines issued by the Securities and Exchange Board of India (SEBI), and other applicable regulatory requirements. These financial statements have been prepared under the historical cost convention on an accrual basis, except for the following Defined benefit liabilities/(assets), which are recognized at the present value of the defined benefit obligations less the fair value of plan assets; The financial statements are presented in Indian Rupees (INR), which is the functional currency of the Company. All values are rounded off to the nearest lakh, unless otherwise indicated. Accounting policies have been applied consistently to all periods presented in the financial statements, except where a new accounting standard has been adopted or a revision to an existing standard requires a change in accounting policy. As the year-to-date figures are compiled from the source financial data and rounded to the nearest lakh, the figures reported for the previous interim periods may not always sum precisely to the year-to-date totals presented in these statements.

#### 2.2 Significant accounting judgements, estimates and assumptions

The preparation of the Company'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.

### 2.3 Going Concern

Though the net worth of the Company has been eroded, the management is confident of meeting its obligations by generating sufficient and timely cash flows through the development of new software, which is currently shown under 'Capital Work-in-Progress'. Notwithstanding the dependence on these materially uncertain events and the realization of assets/claims, the Company believes that the projected cash flows will be adequate to service its debts and discharge its liabilities in the normal course of business. Furthermore, the management is committed to raising additional funds, if required, through investments and other available means to support the Company's operations and obligations. Accordingly, the financial statements have been prepared on a going concern basis.

### Critical accounting estimates

#### i. Taxes

Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the same can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

#### ii. Provisions and Contingent Liability

The timing of recognition and quantification of the liability (including litigations) requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

### 2.3 Current versus non-current classification

The Company presents assets and liabilities in the standalone balance sheet based on current/ non-current classification. An asset is treated as current when it is: i. Expected to be realised or intended to be sold or consumed in normal operating cycle, ii. Held primarily for the purpose of trading, iii. Expected to be realised within twelve months after the reporting period, or iv. Cash or cash equivalent 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: i. It is expected to be settled in the company's normal operating cycle; ii. It is held primarily for the purpose of being traded; iii. It is due to be settled within twelve months after the reporting date; or iv. The company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counter party, result in its settlement by the issue of equity instruments do not affect its classification. All other liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non current assets and liabilities.

### **Operating cycle for current and non-current classification**

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The company has taken Operating cycle to be twelve months.

### **2.4 Fair value measurement of financial instruments**

The Company measures financial instruments, such as, Investments at fair value at each balance sheet date using valuation techniques. 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:

- a) In the principal market for the asset or liability, or
- b) 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 Company. 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 Company 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.

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All assets and liabilities for which fair value is measured or disclosed in the standalone 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 standalone financial statements on a recurring basis, the Company 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.

For assets and liabilities that are recognised in the standalone financial statements on a recurring basis, the Company 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.

For the purpose of fair value disclosures, the Company 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.

### 2.5 Property, Plant and Equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Company 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 profit or loss as incurred.

In case an item of property, plant and equipment is acquired on deferred payment basis, interest expenses included in deferred payment is recognized as interest expense and not included in cost of asset. Gains or losses arising from derecognition of Property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Depreciation is provided from the current financial year on buildings

### **2.6 Intangible asset**

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired 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. The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period with the effect of any change in the estimate being accounted for on a prospective basis. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

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 recognized in the statement of profit and loss when the asset is derecognized.

### **2.7 Depreciation and Amortization**

Depreciation on Property, plant and equipment is provided on the straight-line basis over the useful lives of assets specified in Schedule II to the Companies Act, 2013.

Software being intangible asset is amortised on straight-line basis over a period of life of the asset



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

### **2.8 Impairment of Financial and Non-**

#### **Financial Assets**

The impairment provisions for Financial Assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

In case of non-financial assets, assessment of impairment indicators involves consideration of future risks. Further, the company estimates asset's recoverable amount, which is higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use.

### **2.9 Revenue Recognition**

The Company derives revenues primarily from IT services comprising software development and its related services.

#### **Revenue from operation**

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

Contract balances

##### **i. Trade receivables**

The amounts billed on customer for work performed and are unconditionally due for payment i.e. only passage of time is required before payment falls due, are disclosed in the balance sheet as trade receivables.

##### **ii. Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration or is due from the customer. If a customer pays consideration before the Company transfers

goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier).

Contract liabilities are recognised as revenue when the Company performs under the contract.

### **Interest income**

Interest income from a financial assets is recognised using effective interest rate method wherever applicable.

### **Dividend**

Dividend from investments is recognised when the right to receive the payment is established and when no significant uncertainty as to measurability or collectability exists.

## **2.10 Taxes on income**

### **Current income tax**

Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the standalone statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income 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 provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable

temporary differences, except:

i. When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

ii. In respect of taxable temporary differences associated with investments in subsidiary and interests in joint ventures, 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.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

i. When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

ii. In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. 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 liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same

taxable entity and the same taxation authority. All other acquired tax benefits realised are recognised in profit or loss.

### 2.11 Earnings Per Share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity share holders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as fresh issue, bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity shares holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

### 2.12 Leases

#### Where the Company is lessee

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

#### i) Right-of-use asset

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

**ii) Lease Liabilities**

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

In calculating the present value of lease payments, the Company 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 Company applies 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). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

No Lease Expense has been incurred for the company during the current financial year

**2.13 Foreign currencies transactions and translation**

The Company's financial statements are presented in Indian Rupee, which is also the Company's functional currency.

In preparing the financial statements, transactions in the currencies other than the Company's functional currency are recorded at the rates of

exchange prevailing on the date of transaction. At the end of each reporting period, monetary items denominated in the foreign currencies are re-translated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the retranslation or settlement of other monetary items are included in the statement of profit and loss for the period.

## **2.14 Cash and Cash equivalents**

Cash and cash equivalent in the balance sheet 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 outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

## **2.15 Employee benefits**

### **Defined benefit plans**

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on Projected Unit Credit Method made at the end of the financial year. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the statement of OCI.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, 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 standalone balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

**Termination benefits**

The Company recognizes termination benefit as a liability and an expense when the Company has a present obligation as a result of 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. If the termination benefits fall due more than 12 months after the balance sheet date, they are measured at present value of future cash flows using the discount rate determined by reference to market yields at the balance sheet date on government bonds.

**Compensated Absences**

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated advances are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Remeasurement gains/losses on defined benefit plans are immediately taken to the Statement of Profit & Loss and are not deferred.

**2.16 Provisions and Contingencies**

Provisions are recognised when the Company 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. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. 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.

A provision for onerous contracts is recognised when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognises any impairment loss on the assets associated with that contract.

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

Provisions and contingent liability are reviewed at each balance sheet.

### **2.17 Borrowing costs**

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds including interest expense calculated using the effective interest method, finance charges in respect of assets acquired on finance lease. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset until such time as the assets are substantially ready for the intended use or sale. All other borrowing costs are expensed in the year in which they occur.

### **2.18 Related party transactions**

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the period-end are unsecured and settlement occurs in cash or credit as per the terms of the arrangement. Impairment assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

### **2.19 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**

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

All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL),



transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

**Following are the categories of financial instrument:**

**a) Financial assets at amortised cost**

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

**b) Financial assets at fair value through other**

**comprehensive income (FVTOCI)**

**(i) Debt financial assets measured at FVOCI:**

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

**(ii) Equity Instruments designated at FVOCI:**

On initial recognition, the Company makes an irrevocable election on an instrument-by-instrument basis to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments, other than equity investment which are held for trading. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

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

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading. Other financial assets such as unquoted Mutual funds are measured at fair value through profit or loss

unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition.

### **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 Company's balance sheet) when:

- a) the rights to receive cash flows from the asset have expired, or
- b) the Company has transferred its rights to receive cash flows from the asset, and
  - i. the Company has transferred substantially all the risks and rewards of the asset, or
  - ii. the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company 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 Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company 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 Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

### **Impairment of financial assets**

In accordance with Ind AS 109, the Company applies expected credit loss ('ECL') model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, deposits, trade receivables and bank balance
- b) Financial assets that are debt instruments and are measured at FVTOCI.
- c) Financial guarantee contracts which are not measured as at FVTPL.

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The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. 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. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

i) All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument ii) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

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. In the balance sheet, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

### **Offsetting:**

Financial assets and financial liabilities are offset and the net amount is reported in the standalone 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.

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### **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. 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 Company's financial liabilities include trade and other payables, loans and borrowings.

#### **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 designated upon initial recognition as at fair value through 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 and 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 P&L. However, the Company 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 Company has not designated any financial liability as at fair value through profit and loss.

#### **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, and 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 P&L. However, the Company 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.

#### **Loans and borrowings**

This is the category most relevant to the Company. 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. This category generally applies to borrowings.

### **De-recognition**

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 de-recognition 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 and loss.

Financial guarantee contracts issued by the Company 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.

### **Reclassification of financial assets**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

### 2.20 Share Based Payments

The Company has equity-settled share-based remuneration plans for its employees. None of the Company's plans are cash-settled. Where employees are rewarded using share-based payments, the fair value of employees' services is determined indirectly by reference to the fair value of the equity instruments granted. This fair value is appraised at the grant date and excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions). All share-based remuneration is ultimately recognized as an expense in profit or loss with a corresponding credit to equity. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Upon exercise of share options, the proceeds received, net of any directly attributable transaction costs, are allocated to share capital up to the nominal (or par) value of the shares issued with any excess being recorded as share premium.

### 2.21 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) before exceptional items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information. Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value

### 2.22 Inventories

Inventories are stated at the lower of cost and net realizable value. The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Costs of inventories are computed using weighted average cost formula. Net realizable value is the estimated selling price in the ordinary course of business less any applicable selling expenses. Provision for obsolescence and slow moving inventory is made based on management's best estimates of net realizable value of such inventories.

### 2.23 Exceptional Items

Exceptional items refer to items of income or expense within the income statement that are of such size, nature or

incidence that their separate disclosure is considered necessary to explain the performance for the year. Such items are material by nature or amount to the year's result and / or require separate disclosure in accordance with Ind AS. The determination as to which items should be disclosed separately requires a degree of judgement. Restructurings of the activities of an entity and reversals of any provisions for the costs of restructuring are reported under exceptional items. The details of exceptional items are set out in note 27.

### **2.24 Business Combination**

Purchase consideration paid in excess of the fair value of net assets acquired is recognised as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognised as capital reserve.

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.

### **2.25 Investment in subsidiaries, joint ventures and associates**

In accordance with Ind AS 27 – Separate Financial Statements, investments in equity instruments of subsidiaries, joint ventures and associates can be measured at cost or at fair value in accordance with Ind AS 109. The Company has opted to measure such investments at cost at initial recognition. Subsequently, such investments in subsidiaries, joint ventures and associates are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of these investments, the difference between net disposal proceeds and the carrying amounts are recognized in the statement of profit and loss.

## Fourth Generation Information Systems Limited

### 3. Property, Plant and Equipment

in ₹ lakhs

Particulars	Furniture and Fixtures	Building	Office equipment	Total
<b>Gross Carrying Value :</b>				
At April 1, 2023	32.01	11.50	38.75	82.26
Additions	-	-	-	-
Disposals	-	-	-	-
At Mar 31, 2024	32.01	11.50	38.75	82.26
Additions	-	-	-	-
Disposals	-	-	-	-
<b>At Mar 31, 2025</b>	<b>32.01</b>	<b>11.50</b>	<b>38.75</b>	<b>82.26</b>
<b>Accumulated Depreciation :</b>				
At April 1, 2023	32.01	11.50	10.70	54.21
Charge for the year	-	-	5.64	5.64
Disposals	-	-	-	-
At Mar 31, 2024	32.01	11.50	16.34	59.85
Charge for the year	-	-	5.64	5.64
Disposals	-	-	-	-
<b>At Mar 31, 2025</b>	<b>32.01</b>	<b>11.50</b>	<b>21.98</b>	<b>65.49</b>
<b>Net Carrying Value</b>				
At April 1, 2023	-	-	28.05	28.05
At Mar 31, 2024	-	-	22.41	22.41
<b>At Mar 31, 2025</b>	<b>-</b>	<b>-</b>	<b>16.77</b>	<b>16.77</b>

### 4. Capital-Work-in Progress (CWIP)

Particulars	
<b>Cost or valuation</b>	
At April 1, 2023	-
Additions	-
Capitalized as assets	-
At Mar 31, 2024	-
Additions	50.50
Capitalized as assets	-
<b>At Mar 31, 2025</b>	<b>50.50</b>



## Fourth Generation Information Systems Limited

### Ageing schedule for Capital work-in-progress

Particulars	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in Progress	50.50	-	-	-	50.50
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>50.50</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>50.50</b>

### 5. Other Non-Current Assets

Particulars	31-Mar-25	31-Mar-24
<b>Advances other than Capital Advances</b>		
– Other Advances	237.50	-
	<b>237.50</b>	<b>-</b>

### 5. Other Non-Current Assets

Particulars	31-Mar-25	31-Mar-24
Trade receivables considered good- Unsecured	3.55	33.54
Trade Receivables - credit impaired	-	-
Total Trade receivables	3.55	33.54
Trade receivables		
Unsecured, considered good	3.55	33.54
-From Related Parties	-	-
-From Others	-	-
Trade Receivables - credit impaired	-	-
Impairment Allowance (allowance for bad and doubtful debts)		
Less: Allowance for Credit Impairment	-	-
<b>Net Trade receivables</b>	<b>3.55</b>	<b>33.54</b>

## Fourth Generation Information Systems Limited

### Trade Receivables Aging Schedule As at 31 March 2025

Particulars	< 6 months	6 months -1 year	1- 2 years	2- 3 years	> 3 years	Total
Undisputed trade-receivables - considered good	3.55	-	-	-	-	3.55
Undisputed trade-receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed trade-receivables - credit impaired	-	-	-	-	-	-
Disputed trade-receivables - considered good	-	-	-	-	-	-
Disputed trade-receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed trade-receivables - credit impaired	-	-	-	-	-	-
	3.55	-	-	-	-	3.55
Less: Allowance for Impairment	-	-	-	-	-	-
<b>Total</b>	<b>3.55</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3.55</b>

### As at 31 March 2024

Particulars	< 6 months	6 months -1 year	1- 2 years	2- 3 years	> 3 years	Total
Undisputed trade-receivables - considered good	33.54	-	-	-	-	33.54
Undisputed trade-receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed trade-receivables - credit impaired	-	-	-	-	-	-
Disputed trade-receivables - considered good	-	-	-	-	-	-
Disputed trade-receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed trade-receivables - credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>33.54</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>33.54</b>

#### Note -

- a) No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.
- b) Trade receivables are non-interest bearing and are generally on terms of 30 - 180 days

## Fourth Generation Information Systems Limited

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### 7. Cash and cash equivalents

Particulars	31-Mar-25	31-Mar-24
Cash on hand	-	0.70
Balance with banks		
- in current accounts	10.98	0.06
SDR	-	5.00
	<b>10.98</b>	<b>5.76</b>

### 8. Loans

Particulars	31-Mar-25	31-Mar-24
Other Advances	22.50	281.75
GST Receivables	-	48.76
Other Receivables	-	21.08
	<b>22.50</b>	<b>351.59</b>

### 9. Other Current Assets

Particulars	31-Mar-25	31-Mar-24
Advance to Customers	44.25	-
Other Receivables	19.13	-
Tds Receivables	1.51	-
GST/Input Tax Credit Receivable	52.75	-
	<b>117.64</b>	-

## Fourth Generation Information Systems Limited

### 10 Share capital

Particulars	in ₹ lakhs			
	As at 31 March 2025		As at 31 March 2024	
	No of shares	in lakhs	No of shares	in lakhs
<b>(a) Authorised Capital</b> Ordinary Equity Shares of Rs. 10/- each Equity shares for the year ended 31-03-2025 is 12,95,00,000, face value of fi 10/- each (For the previous year ended is 12,95,00,000, face value of fi 10/- each)	1,29,50,000	1,295.00	1,29,50,000	1,295.00
<b>(b) Issued, Subscribed and fully paid up Capital</b> Ordinary Equity Shares of Rs. 10/- each Equity shares of 35,50,000 shares of face value of fi 10/- each (Previous year 35,50,000 shares of face value of fi 10/- each)	35,50,000	355.00	35,50,000	355.00
<b>Total Equity Share Capital</b>	<b>35,50,000</b>	<b>355.00</b>	<b>35,50,000</b>	<b>355.00</b>

### Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share.If the company shall be wound up, the Liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act divide amongst the shareholders, in specie or kind the whole or any part of the assets of the company,whether they shall consist of property of the same kind or not.

### Details of shareholders holding more than 5% shares in the Company

Class of shares / Name of shareholder	As at 31 March 2025		As at 31 March 2024		% of change
	No of Shares	Holding percentage	No of Shares	Holding percentage	
Sunitha	4,77,999	13.46%	4,77,999	13.46%	-
C N Somasekhar Reddy	4,50,038	12.68%	4,50,038	12.68%	-
T Srivenkata Ramana	2,11,001	5.94%	2,11,001	5.94%	-

### Details of Shares held by promoters

#### As at 31 March 2025

Promoter Name	No. of Shares at the beginning of the year	Change during the year	No. of shares at the end of year	% age of Total Shares	% change during the year
Sunitha	4,77,999	-	4,77,999.00	13.46%	-
C N Somasekhar Reddy	4,50,038	-	4,50,038.00	12.68%	-
T Srivenkata Ramana	2,11,001	-	2,11,001.00	5.94%	-
Other Promoters(Less than 5%)	1,57,000	-	1,57,000.00	4.42%	-

#### As at 31 March 2024

Promoter Name	No. of Shares at the beginning of the year	Change during the year	No. of shares at the end of year	% age of Total Shares	% change during the year
Sunitha	4,77,999	-	4,77,999.00	13.46%	-
C N Somasekhar Reddy	4,50,038	-	4,50,038.00	12.68%	-
T Srivenkata Ramana	2,11,001	-	2,11,001.00	5.94%	-
Other Promoters(Less than 5%)	1,57,000	-	1,57,000.00	4.42%	-

Note : As per records of the Company, including its register of shareholders/ members and other declaration received from shareholders regarding beneficial interest, the above shareholding represent both legal and beneficial ownership of shares.

## Fourth Generation Information Systems Limited

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### 11. Other Equity

Particulars	As at 31 March 2025	As at 31 March 2024
a) General Reserve	6.00	6.00
b) Retained earnings	-499.78	-414.97
	<b>-493.78</b>	<b>-408.97</b>

Particulars	As at 31 March 2025	As at 31 March 2024
<b>a) General Reserve</b>		
Balance at beginning of the year	6.00	6.00
Addition during the year	-	-
Balance at the end of the year	6.00	6.00
<b>b) Retained earnings</b>		
Balance at beginning of the year	-414.97	-401.27
Addition during the year	-84.82	-13.70
<b>Balance at the end of the year</b>	<b>-499.78</b>	<b>-414.97</b>

### 12. Borrowings

Particulars	31-Mar-25	31-Mar-24
<b>(a) Non - Current</b>		
-From related parties	12.56	29.44
-From others	375.00	300.00
	<b>387.56</b>	<b>329.44</b>

## Fourth Generation Information Systems Limited

### 13. Deferred tax liabilities

Particulars	31-Mar-25	31-Mar-24
<b>Deferred Tax Liabilities-</b>		
Opening Value	4.55	4.55
Add/(Less) - Change in deferred tax	-4.55	-
<b>Closing Value</b>	<b>-</b>	<b>4.55</b>

### 14. Trade payables

Particulars	31-Mar-25	31-Mar-24
<b>(a) Current</b>		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
Due to Others	99.74	120.61
Due to Related Parties	-	-
<b>Total</b>	<b>99.74</b>	<b>120.61</b>

### Trade Payable Aging Schedule As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment				Total
	<1 year	1- 2 years	2- 3 years	> 3 years	
Total outstanding dues of micro enterprises and small enterprises	-	99.74	-	-	<b>99.74</b>
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>99.74</b>	<b>-</b>	<b>-</b>	<b>99.74</b>

## Fourth Generation Information Systems Limited

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**As at 31 March 2024**

Particulars	Outstanding for following periods from due date of payment				Total
	<1 year	1- 2 years	2- 3 years	> 3 years	
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	120.61	-	-	-	120.61
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
<b>Total</b>	<b>120.61</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>120.61</b>

### 15. Other Financial Liabilities

Particulars	31-Mar-25	31-Mar-24
Advance to suppliers	48.09	-
	<b>48.09</b>	<b>-</b>

### 16. Other current liabilities

Particulars	31-Mar-25	31-Mar-24
Employee benefits payable	0.24	1.20
Statutory Liabilities	12.50	-
Expenses Payable	3.69	0.27
Interest Payable	46.41	-
	<b>62.84</b>	<b>1.47</b>

### 17. Short term provisions

Particulars	31-Mar-25	31-Mar-24
Other provisions	-	11.19
	<b>-</b>	<b>11.19</b>

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## Fourth Generation Information Systems Limited

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### 18. Revenue from Operations

Particulars	31-Mar-25	31-Mar-24
Revenue from operations	13.70	5.84
	<b>13.70</b>	<b>5.84</b>

### 19. Other income

Particulars	31-Mar-25	31-Mar-24
Interest from fixed deposits	1.40	2.99
Other Income	1.00	
	<b>2.40</b>	<b>2.99</b>

### 20. Cost of Operations

Particulars	31-Mar-25	31-Mar-24
Cost of Operations	21.20	-
	<b>21.20</b>	-

### 21. Employee benefits expenses

Particulars	31-Mar-25	31-Mar-24
Salaries and wages	10.47	6.20
	<b>10.47</b>	<b>6.20</b>

### 22. Finance costs

Particulars	31-Mar-25	31-Mar-24
Interest on Unsecured Loan	51.56	-
	<b>51.56</b>	-



## Fourth Generation Information Systems Limited

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### 23. Other Expenses

Particulars	31-Mar-25	31-Mar-24
Advertisement	0.10	0.13
Bank charges	0.00	0.00
RTA Charges	0.50	0.69
Listing Fees	3.84	4.31
Professional fee	1.05	3.51
CDSL fee	0.51	-
Consultancy charges	5.68	-
Remuneration to Auditors*	3.00	-
Printing and Stationary	0.30	2.00
Office expenses	1.02	0.04
Rates & Taxes	0.61	-
	<b>16.60</b>	<b>10.69</b>

### \*Remuneration to Auditors

Particulars	31-Mar-25	31-Mar-24
Remuneration to the Statutory auditors	-	-
As Auditors	3.00	-
For Statutory Audit	-	-
For Tax Audit		
	<b>3.00</b>	-

## **24 Segment Information**

The Company is primarily engaged in providing software development services. Accordingly, the disclosure requirements under Ind AS 108 – Operating Segments are not applicable.

## **25 Contingent Liabilities and Commitments**

The Company has evaluated its obligations and potential exposures and, as at March 31, 2025, does not anticipate any contingent liabilities.

## **26 Related Party Disclosures**

### **A. Details of Related Parties**

#### **i) Entities in which directors are interested**

I Q TECHNOLOGIES PRIVATE LIMITED

SKYLINE PROJECTS PRIVATE LIMITED

NORTHWARD PROJECTS PRIVATE LIMITED

#### **ii) Key Managerial Personnel**

C.N. Somasekhara reddy

T. Srivenkata Ramana

Venkateswara Prasad Ratakonda

Harshvardhan Barve

### **B. Details of transactions with Related Parties**

Name of the Related party	Nature of the Transactions	31-Mar-25		31-Mar-24	
		Balance outstanding as on 31 March 2025		Balance Outstanding as on 31 March 2024	
NORTHWARD PROJECTS PRIVATE LIMITED	Advances	8.95	-12.56		-21.51

## Fourth Generation Information Systems Limited

### 27 Disclosure required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

Particulars	31-Mar-25	31-Mar-24
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year	-	-
The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further 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 enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006.	-	-
<b>Total</b>	-	-

### 28 Events After The Reporting Period

The Company has assessed all events occurring subsequent to the reporting date and up to the date of approval of these financial statements by the Board of Directors. Based on such assessment, the Management has determined that there are no significant events that require adjustments to, or disclosure in, these financial statements.

### 29 Corporate social responsibility (CSR)

Pursuant to Section 135 of the Companies Act, 2013, the Company does not meet the prescribed applicability criteria and is, therefore, not obligated to undertake any expenditure towards Corporate Social Responsibility (CSR) activities.

## Fourth Generation Information Systems Limited

### 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.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders (after adjusting for interest on the convertible debentures) 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.

The following table reflects the income and share data used in the basic and diluted EPS computations:

Particulars	31-Mar-25	31-Mar-24
Profit / Loss after tax	(84.82)	(13.70)
Effect of dilution	-	-
<b>Profit / (Loss) attributable to equity holders adjusted for the effect of dilution</b>	(84.82)	(13.70)
Weighted average number of equity shares for basic EPS (No)	35,50,000	35,50,000
Add/(Less) - Effect of dilution	-	-
<b>Weighted average number of equity shares adjusted for the effect of dilution (No)</b>	35,50,000	35,50,000
<b>Earnings per share</b>		
- Basic (Rs.)	(2.39)	(0.39)
- Diluted (Rs.)	(2.39)	(0.39)

### Earnings and expenditure in foreign currency (on accrual basis)

#### Earnings in foreign currency

Particulars	31-Mar-25	31-Mar-24
Sales	-	-
	-	-

## Fourth Generation Information Systems Limited

### Expenditure in foreign currency

Particulars	31-Mar-25	31-Mar-24
Purchases	-	-
Miscellaneous expenses	-	-
	-	-

### 32 Fair value measurements

The carrying value of financial instruments by categories is as follows:

Particulars	31-Mar-25			31-Mar-24		
	Fair value through OCI	Fair value through Profit and Loss	At Amortised Cost	Fair value through OCI	Fair value through Profit and Loss	At Amortised Cost
<b>Financial assets</b>					Loss	
Investments	-	-	-	-	-	-
Trade receivables	-	-	3.55	-	-	33.54
Cash and cash equivalents	-	-	10.98	-	-	5.76
Loans	-	-	22.50	-	-	351.59
Other financial assets	-	-	-	-	-	-
<b>Total</b>	-	-	37.03	-	-	390.88
<b>Financial liabilities</b>						
Borrowings	-	-	387.56	-	-	329.44
Trade payables	-	-	99.74	-	-	120.61
Other financial liabilities	-	-	48.09	-	-	-
<b>Total</b>	-	-	535.39	-	-	450.05

### 33 Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities

in ₹ lakhs								
Particulars	31-Mar-25				Carrying amount	31-Mar-24		
	Carrying amount	Fair value				Level 1	Fair value	
		Level 1	Level 2	Level 3			Level 2	Level 3
Financial assets								
Measured at cost/ amortised cost/fair value through profit and loss								
Investments	-	-	-	-	-	-	-	-
Trade receivables	3.55	-	-	-	33.54	-	-	-
Cash and cash equivalents	10.98	-	-	-	5.76	-	-	-
Loans	22.50	-	-	-	351.59	-	-	-
Other financials assets	-	-	-	-	-	-	-	-
	37.03	-	-	-	390.88	-	-	-
Financial liabilities								
Measured at amortised cost								
Borrowings	387.56	-	-	-	329.44	-	-	-
Trade payables	99.74	-	-	-	120.61	-	-	-
Other financial liabilities	48.09	-	-	-	-	-	-	-
	535.39	-	-	-	450.05	-	-	-

### Notes:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2 inputs are inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs are unobservable inputs for the asset or liability.

There have been no transfers between the levels during the period.

Financial instruments carried at amortised cost such as trade receivables, other financial assets, borrowings, trade payables and other financial liabilities are considered to be same as their fair values, due to short term nature.

Investments valued at fair value through profit and loss are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

For financial assets & liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

The management assessed that cash and cash equivalents, trade receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. Further, the management has assessed that fair value of borrowings approximate their carrying amounts largely since they are carried at floating rate of interest.

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.

Financial risk management objectives and policies

Financial risk management framework

The Company's principal financial liabilities include borrowings, trade payables, and other payables, which are primarily used to finance and support its operational activities. Its principal financial assets comprise trade receivables, other receivables, cash and cash equivalents, and other bank balances, all of which arise directly from its operations.

The Company is exposed to credit risk, liquidity risk, and market risk, including fluctuations in foreign currency exchange rates and interest rates, which may adversely affect the fair value of its financial instruments. To mitigate these risks, the Company monitors the financial environment continuously and implements risk management strategies in line with its established policies and objectives.

Senior management is responsible for overseeing financial risk management, advising on risk strategy, and ensuring that risks are identified, assessed, and managed effectively within an appropriate governance framework. The Board of

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## Fourth Generation Information Systems Limited

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Directors reviews and approves the Company's financial risk management policies on a periodic basis.

### A) 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. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities (short term bank deposits). The Company only deals with parties which has good credit rating / worthiness given by external rating agencies or based on companies internal assessment.

Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, investments, cash and cash equivalents, bank deposits and other financial assets. None of the financial instruments of the Company result in material concentration of credit risk.

### Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was INR 37.03 lakhs (March 31, 2024- 390.88 lakhs) being the total of the carrying amount of Cash and cash equivalents, bank deposits, trade receivables, investments and other financial assets.

### Trade receivables

IND AS requires expected credit losses to be measured through a loss allowance. The Company assesses at each date of statements of financial position whether a financial asset or a group of financial assets is impaired. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

### B) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. Financial instruments affected by market risk include loans, borrowings and security deposits.

### **Market risk comprises two types of risk:**

#### **Interest rate risk -**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of change in market interest rates. In order to optimise the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

#### **Foreign currency exchange rate risk -**

The fluctuation in foreign currency exchange rates may have potential impact on the statement of profit or loss and other comprehensive income and equity, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the respective entities. Considering the countries and economic environment in which the Company operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in US Dollar against the functional currencies of the Company.

The Company is not exposed to significant interest rate risk as at the respective reporting dates.

The Company's equity investments are mainly strategic in nature and are generally held on a long term basis. Further, the investments are not exposed to significant price risk.

### **C) Liquidity risk**

Liquidity risk refers to the risk that the Company cannot meet its financial obligation. The objective of liquidity risk management is to maintain sufficient liquidity and ensured that funds are available for use as per requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserves borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

#### **Exposure to liquidity risk**

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and exclude the impact of netting agreements.



## Fourth Generation Information Systems Limited

As at 31 March 2025	Upto 1 year	1-3 years	3-5 years	> 5 years	Total
<b>Current Financial Liabilities</b>					
Borrowings	-	-	-	-	-
Trade payables	99.74	-	-	-	99.74
Other financial liabilities	48.09	-	-	-	48.09
<b>Non-current Financial Liabilities</b>					
Borrowings	58.12	329.44	-	-	387.56

As at 31 March 2024	Upto 1 year	1-3 years	3-5 years	> 5 years	Total
<b>Current Financial Liabilities</b>					
Borrowings	-	-	-	-	-
Trade payables	120.61	-	-	-	120.61
Other financial liabilities	-	-	-	-	-
<b>Non-current Financial Liabilities</b>					
Borrowings	329.44	-	-	-	329.44

### 35 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure in consideration to the changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is net debt divided by total equity. The Company includes within net debt, borrowings including interest accrued on borrowings less cash and short-term deposits.

The Company's adjusted net debt and equity position as at March 31, 2025 was as follows:

Particulars	31-Mar-25	31-Mar-24
Borrowings (refer note 12)	387.56	329.44
Less: Cash and cash equivalents (refer note 7)	10.98	5.76
<b>Net debt</b>	<b>376.58</b>	<b>323.68</b>
Equity share capital (refer note 10)	355.00	355.00
Other equity (refer note 11)	(493.78)	(408.97)
<b>Shareholder's equity</b>	<b>(138.78)</b>	<b>(53.97)</b>
Gearing ratio	-2.71	-6.00

## Fourth Generation Information Systems Limited

In order to achieve this overall objective, the Company'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. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year. No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2025.

### Financial Ratios

Particulars	31-Mar-25	31-Mar-24	Variation in %	Reasons for Variance
Current Ratio*	0.73	2.84	-74.15%	Due to decrease in current assets and higher current liabilities.
Debt-Equity Ratio	-7.18	1.28	-661.05%	Negative net worth on account of accumulated losses has resulted in adverse ratio.
Debt Service Coverage Ratio	-0.36	-	NA	
Return on Equity Ratio	0.88	-	NA	
Inventory Turnover Ratio	NA	-	NA	
Trade receivables Turnover Ratio	0.74	-	NA	
Trade payables Turnover Ratio	0.19	-	NA	
Net Working Capital Turnover Ratio	-0.24	-	NA	
Net Profit Ratio	-6.19	-	NA	
Return on Capital Employed	1.46	-	NA	
Return on Investment (Assets)	NA	-	NA	

<b>Current Ratio*</b>	Current Assets	Current Liabilities
<b>Debt-Equity Ratio</b>	Total Debt	Shareholder's Equity
<b>Debt Service Coverage Ratio</b>	Earnings available for Debt Services	Total Debt including Interest
<b>Return on Equity Ratio</b>	Net Profit after Taxes	Average Equity Shareholder's Fund
<b>Inventory Turnover Ratio</b>	Revenue from Operations	Average Inventory
<b>Trade receivables Turnover Ratio</b>	Revenue from Operations	Average Trade Receivable
<b>Trade payables Turnover Ratio</b>	Purchases	Average Trade Payables
<b>Net Working Capital Turnover Ratio</b>	Revenue from Operations	Working capital (Current Assets - Current Liabilities)
<b>Net Profit Ratio</b>	Profit after Tax	Sales
<b>Return on Capital Employed</b>	Earnings before Interest and Taxes (EBIT)	Average Capital Employed
<b>Return on Investment (Assets)</b>	Income generated from investments	Investment

### Other Statutory Information

The Company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property under Benami Transactions (Prohibition) Act, 1988 (45 of 1988).

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

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## Fourth Generation Information Systems Limited

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The Company do not have any transactions with Crypto Currency or Virtual Currency where the Company has traded or invested in Crypto Currency or Virtual Currency during the financial year.

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

The Company doesn't have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

### Prior year comparatives

The figures of the previous year have been regrouped/reclassified, where necessary, to conform with the current year's classification.

As per our report attached  
For Gorantla & Co  
Chartered Accountants  
Firm's registration no. 016943S

Sd/-  
Sri Ranga Gorantla  
Partner  
Membership No: 222450  
UDIN: 25222450BMIVE06290

Place: Hyderabad  
Date: 28th May,2025

For and on behalf of the Board of Directors of  
FOURTH GENERATION INFORMATION SYSTEMS LIMITED  
CIN: L72200TG1998PLC029999

Sd/-  
C.N. Somasekhara reddy  
Managing Director  
DIN: 02441810

Sd/-  
T. Srivenkata Ramana  
Director  
DIN: 03195303

Sd/-  
Venkateswara Prasad Ratakonda  
Chief Financial Officer

Sd/-  
Harshvardhan Barve  
Company Secretary

*If Undelivered, please return to:*

**FOURTH GENERATION  
INFORMATION SYSTEMS LIMITED**

Flat No 301, Saai Priya Apartment,  
H.No 6-3-663/7/6/301, Jaffer Ali Bagh,  
Somajiguda, Hyderabad, Telangana – 500082.  
T: 040-23376096; e-Mail: [info@fgisindia.com](mailto:info@fgisindia.com)