



W W TECHNOLOGY HOLDINGS LTD.

CIN: L67120MH1983PLC029357

Regd. Off: 1st Floor, Nisarg Apartment, Besant Road, Vile Parle (West), Mumbai – 400056

Email id: wwtech2013@gmail.com • Tel. no: 022 67147824/ 827

September 05, 2020

To,
The Corporate Services Department
BSE Limited,
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Sub: Annual Report for the Financial Year ended March 31, 2020 and Notice of the 37th Annual Report Meeting (AGM):

Ref: Scrip Code: 505583

Respected Sir/Madam,

The Annual General Meeting of the Company is Schedule to be held on Wednesday, September 30, 2020. Please find enclosed the Integrated Annual Report of the Company for the Financial Year 2019 -20 which includes the Notice of 37th AGM.

You are requested to kindly take above information on your record.

Thanking you,

Yours faithfully,

For W W Technology Holdings Limited

PARESH
MULJI KARIYA

Digitally signed by PARESH MULJI KARIYA
DN: cn=Pareesh,
2.5.4.20=30c44457a5b0081a7d91e180872071256f
944b4b9f93c5c27338b3502796657,
postalCode=400049, st=MAHARASHTRA,
serialNumber=3700427243869e64a981c2986e9
7d6f9f8b626e9e9446c07481e456c4a6dca1,
cn=PARESH MULJI KARIYA
Date: 2020.09.05 15:33:36 +05'30'

**Paresh Mulji Kariya
Director
DIN: 00215937**

W W TECHNOLOGY HOLDINGS LTD

37th ANNUAL REPORT 2019-2020

REGISTERED OFFICE

1st Floor, Nisarg Apartment, Besant Road,
Vile Parle - West, Mumbai -400056

BOARD OF DIRECTORS

Mr. Paresh Kariya - Director
 Mrs. Sadhana Kariya - Whole Time Director
 Mr. Sachchidanand Rajaram Adam - Independent Director
 Mr. Damodar Trivedi - Independent Director - Appointment as on 27.06.2020
 Mr. Anil Kishorilal Patodia - Independent Director - Resignation as on 27.06.2020
 Mr. Naveen Kumar Dangayach - Independent Director - Resignation as on 27.06.2020

CHIEF FINANCIAL OFFICER

Mrs. Kranti Bhowad

COMPAN SECRETAR

Ms. Swarali Shingne - Appointment as on 23.01.2020

BANKERS

Bank of India, Stock Exchange Branch

AUDITORS

M/s. Agrawal Jain & Gupta.
Chartered Accountants,
Mumbai

REGISTRAR & TRANSFER AGENTS

M/s. Sharex Dynamic (India) Pvt. Ltd.
Unit No.1, Luthra Ind. Premises,
Safed pool, Andheri Kurla Road,
Andheri (East), Mumbai-400072

ISIN - INE972M01017

EBSITE: www.vvtechnology.in

EMAIL: vvtech2013@gmail.com

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NOTICE

NOTICE is hereby given that the 37th Annual General Meeting (AGM) of the members of WWT Technology Holdings Limited will be held on Wednesday, September 30, 2020 at 12.30 p.m. at the 1st Floor, Nisarg Apartment, Besant Road, Vile Parle – West, Mumbai - 400056 to transact the following business

ORDINAR BUSINESS:

- 1. To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2020 and the report of the Board of Directors and Auditors thereon.
- 2 To appoint a director in place of Mr. Paresh Mulji Kariya (Din: 00215937) who retire by rotation and being eligible, offers himself for re-appointment
- 3 To ratify the appointment of Statutory Auditors and to fix their remuneration and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, appointment of M/s. R J & G, Chartered Accountants (Firm No. 013538C) be and is hereby appointed as the Statutory Auditors of the Company, from the conclusion of this Annual General Meeting till the conclusion of 42nd Annual General Meeting of the Company and their appointment shall be ratified at the every Annual General Meeting till 42nd Annual General Meeting, on such remuneration as may be determined by the Board of Directors”

RESOLVED FURTHER THAT Board be and is hereby authorized to fix the remuneration of Statutory Auditors of the Company as recommended by the Audit Committee in addition to reimbursement of out pocket expense.

AS SPECIAL BUSINESS:

To consider and if thought fit, to pass with or without modification(s), the following resolution as an S

RE-APPOINTMENT OF MRS. SADHANA PARESH KARI A, HOLE-TIME DIRECTOR

“RESOLVED THAT in pursuance of the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with Schedule V to the said Act and subject to such other approvals, consents as may be required, the consent of the Members of the Company be and is hereby accorded for the re-appointment of Mrs. Sadhana Paresh Kariya (DIN: 02380399), as a Whole-time Director of the

Company for a period of 3 (Three) years from May 28, 2021 to May 27, 2024 for an amount not exceeding Rs 2,00,000/- p.m., on such terms & conditions of remuneration as set out in the Explanatory Statement annexed.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be required in connection with the aforesaid resolutions, including making necessary filings with the Registrar of Companies and regulatory authorities.”

APPOINTMENT OF MR. DAMODAR CHUNILAL TRIVEDI AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass with or without modification(s), the following resolution as an SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made thereunder read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 25 of the Listing Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Sadhana Paresh Kariya (Director Identification Number 02380399), in respect of from whom the Company has received a notice in writing proposing the candidature of Mr. Damodar Chunilal Trivedi (Director Identification Number 01189401) for the office of the Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (Five) consecutive years commencing from ensuing Annual General Meeting not liable to retire by rotation, as set out in the Statement pursuant to Section 102 of the Act annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors and/or the Company secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution”.

R J & G :
15 Feroz Road, Nariman Point, Mumbai - 400013
Bhavesh R. Vaidya (CA),
M No. - 400056

Bhavesh R. Vaidya
T. H. D. L

P. M. K.
D. O.
Mumbai, 28 August, 2020
DIN: 00215937

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies in order to be effective must be received by the company at the registered office not less than 48 Hours before the meeting
2. A person can act as a proxy on behalf of not exceeding 50 members and holding in aggregate not more than 10% of the total share capital of the Company. In case proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
4. A statement giving details of Director seeking re-appointment under item no. 4 and 5 of the accompanying notice as required by Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is annexed herewith
5. The Register of members and share transfer books of the company will remain closed from September 22, 2020 to September 30, 2020 (both days inclusive).
6. Members are requested to furnish their Bank Account details, Changes of address, e-mail address etc. to the Company's Registrars and Transfer Agent viz. M/s. Sharex Dynamic (India) Pvt. Ltd at the address mentioned on the cover page, in respect of shares held in the physical form and to their respective Depository Participants, if shares are held in electronic form.
7. Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
8. Members may note that 37th AGM Notice, Annual Report 2019-20 of the Company is also available on the Company's website at www.vvtechnology.in also on the website of the respective Stock Exchange at www.bseindia.com.
9. Electronic copy of the Annual Report for 2019-20 is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purpose unless any members has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2019-20 is being sent in the permitted mode.
10. All the members who have either not received or have not yet encashed their dividend warrant(s) for the last 7 financial years, in which whenever the dividend was declared, till date are requested to write to the Company's Registrar and Share Transfer Agent at the address mentioned below for obtaining duoi y o

the securities market including transfer, transmission or any other corporate action. Accordingly, all the shareholders / transferee of shares (including joint holders) are requested to furnish a self-attested copy of their PAN Card to the Company / RTA while transacting in the securities market including transfer, transmission or any other corporate action.

16. SEBI has decided that securities of listed companies can be transferred only in dematerialized form from with effect from December 05, 2018. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares held by them in physical form.

17. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements), Regulation, 2015, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by National Securities Depository Limited (NSDL), on all resolutions set forth in this Notice.

17. The instructions for e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/ Depository Participants(s)]:

- (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/ characters or combination thereof. Note new password. It is strongly recommended not to

share your password with any other person and take utmost care to keep your password confidential.

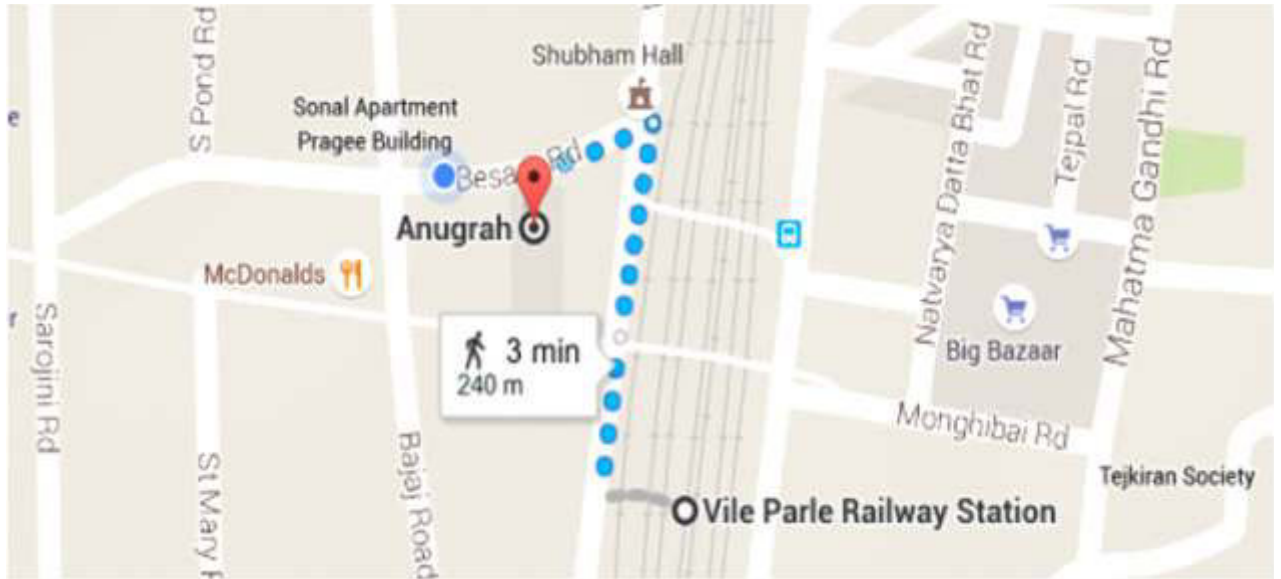
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles
 - (vii) Select "EVEN" of "Name of the company".
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/ Depository Participants(s) or requesting physical copy]:
- (i) Initial password is provided as below/ at the bottom of the Attendance Slip for the AGM:

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN
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- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xi) above, to cast vote.
18. Corporate/ Institutional shareholders (corporate / FIs / FIIs / Trust / Mutual Funds/ Banks, etc) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer through e-mail at ruchilgandhi77@gmail.com
19. Once you have cast your vote on a resolution you will not be allowed to modify it subsequently.
20. The e-voting portal will be open for voting from Sunday, 27th September, 2020 (10:00 a.m. IST) to Tuesday, 29th September, 2020 (5:00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on 21st September, 2020, may cast their vote electronically. The e-voting module shall be disabled by National Securities Depository Limited (NSDL) for voting thereafter.

21. The voting rights of Members shall be in proportion to their share of the paid up equity share capital of the Company as on 21st September, 2020
22. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990
23. It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
24. The results of e-voting will be placed by the Company on its website: www.vvtechnology.in within Two days of the AGM and also communicated to the stock exchanges, where the shares of the Company are listed.
25. The resolutions proposed will be deemed to have been passed on the date of the AGM subject to receipt of the requisite number of votes in favour of the resolutions.
26. Mr. Ruchil Gandhi, of M/s. Ruchil Gandhi & Associates., Practicing Company Secretaries, (Membership No. 48715) has been appointed as the Scrutinizer to scrutinize the e-voting process.
27. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
28. 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.
29. The Scrutinizer after scrutinizing the votes cast at the Annual General Meeting and through remote e-voting will not later than three days of the conclusion of Annual General Meeting make a consolidated Scrutinizer's Report and submit the same to the Chairman.
30. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.vvtechnology.in and on the website of NSDL and communicated to the BSE Limited (BSE) where the shares of the Company are listed.
31. Any person who acquires shares of the Company and becomes member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 21st September, 2020 may follow the same procedure as mentioned above for e-Voting. However, if you are already registered with NSDL for remote e-voting then you can use your existing password for casting your vote.

R V P R S N A . A G M .



R O :
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 B R , V P (),
 M P - 400056

B B B D
 T o H L

M P , 28 A , 2020

P M K
 D
 DIN: 00215937

S e o S o 102 o C o e A , 2013

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013 with respect to appointment and tenure of the Independent Directors, an Independent Director shall be appointed for not more than two terms of five years each and shall not be liable to retire by rotation.

The Directors of the Company (based on the recommendation of Nomination and Remuneration Committee) had on 27.06.2020 appointed Mr. Damodar Chunilal Trivedi as The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013 from a member along with a deposit of Rs.1,00,000/- (Rupees One Lakh only) proposing the candidature of Mr. Damodar Chunilal Trivedi for the office of the director.

Mr. Damodar Chunilal Trivedi has given declaration that he meets the criteria of Independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, he fulfills the conditions specified in the Companies Act, 2013 and Rules made thereunder for his appointment as an Independent Director of the Company.

A brief profile of Mr. Damodar Chunilal Trivedi is attached to this notice.

Your Directors recommend the resolution set out at Item no.5 to be passed as a Special resolution by the members.

Except Mr. Damodar Chunilal Trivedi, being the appointee, none of the Promoter, Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the resolution set out at Item no.5

T o o o D o P e R - o /A o c r R e o 36(3) o SEBI (L c e
 O P e o c D c o c R r c) R e o c ,2015

Name of Director	Mrs.Sadhana Paresh Kariya	Mr. Paresh Kariya	Mr. Damodar Trivedi
DIN	02380399	00215937	01189401
Date of Birth	20/01/1969	02/02/1968	30/05/1951
Nationality	Indian	Indian	Indian
Date of Appointment on the Board	11/06/2013	11/06/2013	27/06/2020
Qualification	Commerce Graduate	Commerce Graduate	Graduate
Expertise	She looks after the management, the business development & Risk Management of various Companies. She is having expert knowledge in finance & investments and has experience of more than 10 years in the field of Capital Market.	He looks after the management, the business development & Risk Management of various Companies. He is having expert knowledge in finance & investments and has experience of more than 21 years in the field of Capital Market.	He is having expert knowledge in finance & investments
Number of shares held in the Company	150000	2692330	NIL
List of Directorships held in other companies	1. Wadgad Fincap Limited 2. Anugrah Stock And Broking Private Limited 3. Anugrah Portfolio Advisor Private Limited 4. Anugrah Commodities Private Limited 5. Anugrah Insurance Brokers Private Limited 6. Sri Saisadhana Securities Private Limited	1. WadgadFincap Limited 2. Anugrah Stock And Broking Private Limited 3. Rapid Credits And Mercantiles Private Limited 4. Anugrah Portfolio Advisor Private Limited 5. Anugrah Commodities Private Limited 6. Anugrah Insurance Brokers Private Limited 7. Anugrah Realty Developers Private Limited 8. Polytex India Ltd	NIL
Chairman/ Member of the Committee of the Board of Companies in which he is Director (other than WW Technology Holdings Limited)	NIL	NIL	1

I No. 4

The Board of Directors of the Company ("the Board") at its meeting held on June 27, 2020 has, subject to approval of members, appointed Mrs. Sadhana Paresh Kariya (DIN: 02380399) as the Whole Time Director of the Company, for a further period of 3 (Three) with effect from May 28, 2021 to May 27, 2024, on terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee (the 'NRC Committee') of the Board and approved by the Board of Directors.

The Board of Directors/ Nomination & Remuneration Committee after due consideration and deliberation on her qualifications, experience, expertise and responsibilities shouldered by her, thought it prudent and in the best interest of the Company that Mrs. Sadhana Paresh Kariya be appointed as Whole Time Director of the Company on the terms and conditions and remuneration as mentioned in Resolution No. 4, subject to approval of the Members of the Company by a Special Resolution

The terms and conditions of appointment and remuneration payable to Mrs. Sadhana Paresh Kariya are as under:-

P o o A o : 28th May, 2021 to 27th May, 2024

T e o A o :

Gross remuneration not exceeding @ Rs. 2,00,000/- p.m. (i.e. not exceeding Rs. 24,00,000/- p.a. including Basic Salary, House Rent Allowance and other Perquisites (as detailed below), Bonus, Performance Incentives and other additional perquisites as approved by Board from time to time.

PART "A"

- (i) Housing: The Company shall provide unfurnished accommodation to the Whole Time Director. If no accommodation is provided, House Rent Allowance @ 25% of the monthly Salary or as per Companies Rule as applicable to other employee whichever is more, shall be payable to the Whole Time Director and he is also eligible for reimbursement of expenses/ allowances for utilization of gas, electricity, water and the same will be valued as per Income Tax Rule, 1962
- (ii) Medical Reimbursement: The Reimbursement of

medical expenses incurred by the Whole Time Director for self and family subject to ceiling of one month's salary in a year or five months' salary over a period of five years

- (iii) Leave Travel Concession: Leave Travel Concession for the Whole Time Director and his family in a year in accordance with the Rules & Regulation of the Company.
- (iv) Personal Accident Insurance: Personal Accident Insurance of an amount of the annual premium of which does not exceed one-month salary or Rs. 10,000/- per annum whichever is lower.

PART "B"

- i) Companies Contribution to Provident and Other Fund: Companies Contribution to Provident Fund, superannuation Fund or Annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.
- ii) Gratuity: Gratuity payable at a rate not exceeding half a month's salary for each completed year of services
- iii) Leave Encasement: Encasement of leave at the end of tenure will be permitted in accordance with the rules of the Company.

PART "C"

- i) Car: The Company shall provide Car with driver while on service.
- ii) Telephone: Telephone facility at the residence of the Mrs. Sadhana Paresh Kariya for use of Company's business. Reimbursement of telephone bills at residence with the condition that personal long distance calls should be logged and paid by her.
- iii) Leave: Leave on full pay and allowance, at the rate of one month for every eleven months of service.

The Company shall pay or reimburse the appointee for all the cost, charges, expenses that may be incurred by him for the purpose of the business of the Company.

For the purpose of computing ceiling on perquisites, the same will be valued as per Income Tax Rules, 1962 wherever applicable.

The following perquisites however shall not be included in the computation of the ceiling on remuneration as stated above.

- (a) contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;
- (b) gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- (c) encashment of leave at the end of the tenure.

Notwithstanding the remuneration payable to Mrs. Sadhana Paresh Kariya as detailed above, wherein any financial year during tenure of office of Mrs. Sadhana Paresh Kariya, the Company has no profits or its profits are inadequate the Company shall pay remuneration to Mrs. Sadhana Paresh Kariya by way of Salary, perquisites and other allowance as the case be, such amount not exceeding the limits prescribed in Clause A of Section II of Part II of Schedule V of the Companies Act, 2013 or within such ceiling limits as maybe

recoified unless otherwise approved by the Central Government.

STATEMENT OF INFORMATION AS REQUIRED UNDER PROVISIO TO SCHEDULE V, PART II, SECTION II:

I: G I o o B Co :

1. Nature of Industry: The Company is Registered as per Companies Act, 1956 It is classified as Non-govt company and is registered at Registrar of Companies, Mumbai. It is involved in Activities auxiliary to financial intermediation, except insurance and pension funding.
2. Date of Commencement of Commercial Production: The Company was incorporated on 19th February, 1983
3. Financial Performance Based on Given Indicators: The financial data as per last audited Balance Sheet as on 31st March, 2020 are as under:

P	F _o	31.03.2020 (R: .)
Total Income		3,772,914
Net Profit Before Depreciation and Tax		557,341
Depreciation		NIL
Net Profit Before Tax		557,341
Provision for Taxation		(127,046)
Net Profit after Tax		430,295

4. Foreign Investments or Collaborators: The Company has not made any investment in foreign body corporate or foreign entities. The Company do not have any foreign collaboration and has not received or invested any money towards foreign collaboration and hence no information to be provided in this respect.

II: I o o B A o :

1. Brief Profile of Appointee: Mrs. Sadhana Paresh Kariya holds B.Com Degree and has more than 24 years of experience in Stockmarket. Mrs. Sadhana Paresh Kariya has been involved in the activities of the Company since 2008 She is pioneer in the management and operation of the Company. She overlooks the business development in retail, institutional segment, Corporate Finance and Franchisees / branches expansion.
2. Past remuneration: In the past, Mrs. Sadhana Paresh Kariya has drawn Remuneration not exceeding Rs.

2,00,000/-p.m. from the Company.

3. Recognition and Award received in past: Mrs. Sadhana Paresh Kariya is associated with the various Social Organizations. However there is no reportable Recognition and Award received.
4. Job Profile and Suitability: Mrs. Sadhana Paresh Kariya is responsible for administration and direction for the organization. She is responsible for overall strategy and planning of the Company.
5. Remuneration proposed: It is proposed to pay Managerial Remuneration to Mrs. Sadhana Paresh Kariya for an amount not exceeding Rs 2,00,000/-per month.
6. Comparative Remuneration in the Industry: Considering the nature of industry and specialty of services rendered by Mrs. Sadhana Paresh Kariya and also considering the complex role performed by Mrs. Sadhana Paresh Kariya, no comparative remuneration of industry is available for information.

7. Material Pecuniary Relationship: Mrs. Sadhana Paresh Kariyaisa Whole Time Director and wife of Mr. Paresh Mulji Kariya and draws remuneration from the Company.

III: O o o :

1. Reason for inadequate Profit and measures taken for improvement: Stricter Government norms and policies, cut throat competition with Banks have resulted in substantial pressure on margin.
2. Steps taken and proposed to be taken for improvement: The Company is taking every possible steps to increase the business volume and thereby profitability. Measures have been taken to controls costs and overheads.
3. Expected Increase in Profits in Measurable Terms: Considering the proposed businesses and volatile market condition, it is not possible to ascertain and quantify the expected increase in profits in measurable terms at this stage. However company expects 15% to 20% growth in income and profitability in next 3 years.
The appointment can be terminated by either party by giving 3 months' notice.

The copy of memorandum showing terms of appointment and payment of remuneration to Mrs. Sadhana Paresh Kariya be available for inspection of the members at the registered office of the Company between 11.00a.m. and 1.00p.m. on any working day in terms of Section 190 of the Companies Act, 2013

As required by the Companies Act, 2013, approval of the members is being sought, for the re-appointment and payment of remuneration of Mrs. Sadhana Paresh Kariya, Whole time Director. Accordingly, as per the provisions of Sections 196, 197 and any other applicable provisions of the Companies Act, 2013 the Board of Directors recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for the approval of the Members, to the extent of their shareholdings, if any, in the Company) none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution proposed in Item No. 4

By and Behalf of the Board of Directors

T o o H o L .

R e O :

1st Floor, Nisarg Apartment,
Besant Road, Vile Parle (West),
Mumbai - 400056

P e M K
C & D o

M p , 28 A e , 2020

DIRECTORS REPORTS

T M P
T o o H o L
M P

Your Directors have pleasure in presenting their 37th Annual Report with the audited accounts for the year ended 31st March, 2020

1. F R

During the year under review, the Company has earned total income of Rs. 3,772,914 and earned a profit of Rs. 557,341 after providing for provision for taxation of Rs. 127,046

The Company's financial performance for the year ended March 31, 2020 is summarized below:-

P	F _o	31 st M , 2020	F _o	31 st M , 2019
Profit Before Depreciation and Tax		557,341		1,347,916
Depreciation		NIL		NIL
Profit before Tax		557,341		1,347,916
Provision for Tax		(127,046)		(397,000)
Deferred Tax		NIL		NIL
Previous Years Adjustments		NIL		NIL
Profit After Tax		430,295		950,916
Transferred to General Reserve		NIL		NIL
Surplus in the Statement of P & L Account		(73,699)		(503,994)

*Previous year's figures have been regrouped / rearranged wherever necessary

2. O o C

The overall performance during the year under review has not been quite satisfactory due to recession in the overall market. The company is deploying its resources in the best possible way to increase business volumes and plans to achieve increased turnover in the current year.

3. IMPACT OF COVID-19

Close to closure of FY 2020, India witnessed advent of COVID-19 pandemic, which has rapidly developed in many countries across the globe. This forced the Union and State Governments to enforce strict lockdown and social distancing measures which has affected the economy.

For FY 2020, the impact of COVID-19 pandemic on Company's operations and financials has been trivial. Post March 2020, the Company's challenge in carrying out operational activities centers around coordinating effectively with logistics, and facilitation of movement for the employees

Your Company's management has taken pre-emptive measures to address the impending adversity. The

Company is optimistically poised to maintain its operational and financial strength. However, the element of uncertainty prevails as to what extent this pandemic will play with its severity in coming months to impact business and society at large.

The Company focused on the health and well-being of its employees. The concept of Work from Home has been streamlined and employees were encouraged to give their measurable output to maintain continuity across functions of the organization

4. D

Considering the need to conserve resources for future projects, your Directors have not recommended any dividend for the financial year ended 31st March, 2020

5. S C

During the year under review, there was no change in the share Capital structure and the paid up capital of the Company.

6. P P D o

The Company has not accepted any fixed deposits from public

7. P 0 L0 ,G 0 I 0 0
Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

8. P 0 C0 0 0 0
All related party transaction entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with related parties which may have potential conflict with interest of the company at large. The particulars of such contract or arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the companies Act, 2013 are attached herewith in annexure II A in Form No. AOC - 2

All related party transactions are approved by the Audit Committee. Prior omnibus approval is obtained from the Audit Committee in respect of the transactions which are repetitive in nature. The transactions entered into pursuant to the omnibus approval so granted are reviewed on a quarterly basis by the audit committee.

The Policy of Related Party transaction / Disclosures are approved by the Board is posted on the Company's website viz www.vvtechnology.in

9. N P 0 0 B 0 0 D 0 0
During the Financial year under review, the Company had 7 Board Meetings on 17.05.2019, 13.08.2019, 31.10.2019, 14.11.2019, 02.01.2020, 23.01.2020 and 04.02.2020 accordance with the provisions of the Companies Act, 2013 and rules made thereunder and all Directors have attended all meetings during the year under review. The gap intervening between two meetings of the board is as prescribed in the Companies Act, 2013

Additionally, during the financial year ended March 31, 2020 the Independent Directors held a separate meeting on 15.03.2020 in compliance with the requirements of Schedule IV of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Anil Kishorilal Patodia, Mr. Sachchidanand Rajaram Adam

and Mr. Naveen Kumar Dangayach have attended the Independent Directors meeting.

10. D 0 0 K M 0 P 0 0
Pursuant to Section 152 of the Companies Act, 2013, Mr. Paresk Mulji Kariya (Din: 00215937), Director of the Company, retire by rotation and being eligible, offers himself for re-appointment at the ensuing Annual General Meeting.

Mr. Anil Kishorilal Patodia and Mr. Naveen Kumar Dangayach, Independent Directors gave their resignation on 27th June, 2020 due to expiry of their term and on the same day Mr. Damodar Chunilal Trivedi was appointed as an Additional Director in the category of Independent Director of the Company to be regularized at ensuing Annual General Meeting.

11. D 0 0 I 0 D 0 0
The Company has received necessary declaration from each Independent Director under section 149(7) of the Companies Act, 2013, that he/ she meets the criteria for Independence as laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

12. D 0 0 R 0 0 0 P 0 S
In compliance with Section 134(5) of the Companies Act, 2013, the Board of Directors hereby confirms the following:

- In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- Appropriate accounting policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profit and loss of the Company for the year ended March 31, 2020;
- Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- d) The annual accounts have been prepared on a going concern basis
- e) Proper internal financial controls were followed by the Company and such internal financial controls are adequate and were operating effectively,
- f) Proper systems are devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

13. B o E o

Pursuant to the provisions of the Companies Act, 2013 and under regulation 25 of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015, the Board has carried out an Annual Performance Evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committees.

In line with effective governance requirements, the Board reviews its own performance annually using a pre-determined template designed as a tool to facilitate the evaluation process. The assessment was built around the functioning of the Board as a whole, its Committees and also the evaluation of Individual Directors.

While the individual directors' performance was reviewed by the Chairman and the rest of the Board excluding the Director being evaluated, the Chairman's and Non-Independent Directors performance was appraised through feedback from Independent Directors.

14. P o M o P o o o D o e, K

In terms of the provisions of section 178 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company duly constituted a Nomination and Remuneration (N&R) Committee comprising of the following members: *Mr. Anil Kishorilala Patodia-Chairman, **Mr. Sachchidanand Rajaram Adam, *Mr. Naveen Kumar Dangayach The Board has, on the recommendation of the Nomination and Remuneration Committee, framed and adopted the policy for selection and appointment of Directors, senior

management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report which forms part of this Report. The policy lays down criteria for selection of directors and senior management such as expertise, experience and integrity of the directors, independent nature of the Directors, personal and professional standing, diversity of the Board etc.

During the year, the Committee met three times in the year on 31.10.2019, 23.01.2020 and 04.02.2020. All committee members have attended all the meetings during the year under review.

* Mr. Anil Kishorilal Patodia and Mr. Naveen Kumar Dangayach resigned on 27th June, 2020 due to expiry of their term and Damodar Chunilal Trivedi was appointed as an Additional Director in the category of Independent Director of the Company to be regularized at ensuing Annual General Meeting.

**The Member of the Committee, Mr. Sachchidanand Rajaram Adam, was appointed additional director as on 14.11.2018, was regularized in Annual General Meeting which was held on 30.09.2019.

The Reconstituted Nomination and Remuneration Committee consists of the following member as on 27.06.2020

1. Mr. Damodar Chunilal Trivedi	- Chairman
2. Mr. Paresh Mulji Kariya	- Member
3. Mr. Sachidanand Rajaram Adam	- Member

15. S o A o e

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s Agrawal Jain & Gupta, Chartered Accountants, the Statutory Auditors of the Company, hold office upto the conclusion of the 42nd Annual General Meeting. However, their appointment as Statutory Auditors of the Company is subject to ratification by the Members at every Annual General Meeting. The Company has received a certificate from the above Auditors to the effect that if their appointment is ratified, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

16. A o R o

The Auditors Report to the Members on the Accounts of the Company for the financial year ended March 31, 2020 does not contain any qualifications, reservations or adverse remarks.

17. D e o F R o P A o e

There were no frauds which are reported to have been committed by employees or officers of the Company. The statutory auditors of the Company have vide their report of even date confirmed that no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

18. S A o e

Mr. Ruchil Gandhi, of M/s. Ruchil Gandhi & Associates, Company Secretaries was appointed to conduct the secretarial audit of the Company for FY 2019-20 as required under section 204 of the Companies Act, 2013 and rules thereunder. The secretarial audit report for FY 2019-20 forms the part of the annual report as Annexure III of the Board's report.

The Secretarial Audit Report does not contain any material qualification, reservation or adverse remark.

19. A C o

As on 31.03.2020, the Company has an Audit Committee comprising of the following three Non-Executive and Independent Directors:

*Mr. Anil Kishorilala Patodia - Chairman

**Mr. Sachchidanand Rajaram Adam - Member

*Mr. Naveen Kumar Dangayach - Member

During the year under review, the Board has accepted all the recommendation of the Audit Committee. During the year, the Committee met for 5 times in the year on 17.05.2019, 13.08.2019, 31.10.2019, 14.11.2019 and 04.02.2020. All committee members have attended all the meetings during the year under review.

* Mr. Anil Kishorilala Patodia and Mr. Naveen Kumar Dangayach resigned on 27th June, 2020 due to expiry of their term and Damodar Chunilal Trivedi was appointed as an Additional Director in the category of Independent Director of the Company to be regularized at ensuing Annual General Meeting.

**The Member of the Committee, Mr. Sachchidanand

Rajaram Adam, was appointed additional director as on 14.11.2018, was regularized in Annual General Meeting which was held on 30.09.2019.

The Reconstituted Audit Committee consists of the following member as on 27.06.2020

1. Mr. Damodar Chunilal Trivedi - Chairman

2. Mr. Paresh Mulji Kariya - Member

3. Mr. Sachidanand Rajaram Adam - Member

20. I F C o o

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. Further Directors have personally overview the adequacy of internal controls.

During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

21. V e M e o D o e E o

In Compliance with the provisions of Section 179(9) of the Companies Act, 2013 read with Regulation 22 of the erstwhile SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company has adopted a Whistle Blower Policy as a vigil mechanism for directors and employees of the Company. The Whistle Blower Policy is disclosed on the Company's website www.wwtechnology.in

22. R e M e F o

Pursuant to SEBI Listing Regulations, the Company has prepared Risk Management Framework for identifying and evaluating various major business risks faced by the Company. Risk Management Framework aims to lay down the procedure for risk assessment and risk minimization. Risk Management Framework is prepared to ensure internal controls and effectively respond to any changes in the business environment so as to achieve high degree of business performance, limit any negative impact on its working and avail of benefits arising out of any business opportunities.

The audit committee has additional oversight in the area of financial risks and controls.

23. F o P o e o I D o e

Regulation 25(7) of SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013 mandates the Company to familiarize the Independent Directors with the Company by conducting training programmes. During the year, the Board members were regularly apprised with the overview of the Company and its operations by the Senior Management team. Additionally, the Board Members are provided with all necessary documents/ reports and internal policies to enable them to familiarise with the Company's procedures and practices and keep themselves abreast of the latest corporate, regulatory and industry developments.

24. M No material changes and commitments affecting the financial position of the company occurred between the end of the financial year to which this financial statements relate and date of this report.

25. D There are no significant and material orders passed by any Regulator or Court or Tribunal which would impact the going concern status and the company's operation in future.

26. S P The Company does not have any Subsidiary or Joint Venture. Hence, disclosure of statement containing salient features of the Financial Statements of Subsidiaries/ Associate Companies/ Joint Ventures in Form AOC-1 is not applicable to the Company.

27. C N B There has been no change in the nature of Business during the year under review.

28. P E Information on particulars of employees' remuneration as per Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is reported to be nil as there are no employees who are in receipt of remuneration above the prescribed limit.

The ratio of remuneration of each director to the median employee's remuneration and other details in terms of Sub - Section 12 of Section 197 of the Companies Act, 2013 read with Rule 5 (1) of the Companies Appointment and Remuneration of Managerial Personnel) Rules, 2014, are forming part of this Report as Annexure III.

29. A R An extract of the Annual return has been annexed as Annexure IV to the Board Report in compliance with section 92 of the Companies Act 2013 read with applicable Rules made thereunder.

30. T U D I E Pursuant to the provisions of section 124(5) of the Companies Act, 2013, dividend which remains unpaid or unclaimed for a period of seven years from the date of its transfer to unpaid dividend account is required to be transferred by the Company to Investors Education and Protection Fund established by the central government under the provisions of section 125 of the Companies Act, 2013.

31. R C G M As per the regulation 15 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, the Regulation 27 (2) (a) is not applicable to the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous year hence the Regulation 27 (2) (a) is not applicable to WW Technology Holdings Ltd.

32. C E T A F E E O Your Company is not an energy intensive unit, however possibilities are continuously explored to conserve energy and to reduce energy consumption to the extent possible. During the year under review, considering the nature of activities presently being carried on by the Company, categorical information of the Company in terms of the Rules is provided below:

<p>(A) C o e o o ₹ :</p> <p>(i)</p>	<p>Steps taken or impact on conservation of energy</p>	<p>Regular efforts are made to conserve the energy at all levels. Several environment friendly measures were adopted by the Company such as Installation of capacitors to save power, Installed Thin Film Transistor (TFT) monitors that saves power, LED Lights, Creating environmental awareness by way of distributing the information in electronic form, Minimizing air-conditioning usage, Shutting off all the lights when not in use etc</p>
<p>(ii)</p>	<p>Steps taken by the company for utilizing alternate sources of energy</p>	<p>The Company is into Service Industry and hence except Electricity, the Company is not required to use any other alternate source of energy.</p>
<p>(iii)</p>	<p>Capital Investment on energy conservation equipments,</p>	<p>NIL</p>

(B) T o o ₹ P o o :

The activities and business of the Company are such that it does not involve use of ultra modern technologies and hence the disclosure under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is not applicable to the Company.

Regulatory and Government authorities, Stock Exchanges and business associates for their cooperation, encouragement and continued support extended to the Company. Your Directors also wish to place on record their appreciation to the Associates for their continuing support and unstinting efforts in ensuring an excellent all round operational performance at all levels.

(C) F o ₹ E ₹ E ₹ O ₹ :

During the year under review Company did not earn any foreign exchange and there is no foreign exchange outgo.

F o o P o B o o D o e

33. D e o e e e e o o
 o (P o , P o P o e e)
 , 2013

P e K
 C & D o

The Company has in place a prevention of Sexual Harassment Policy in line with the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

M P , 28 A ₹ e , 2020

There were no Complaints received and disposed off during the financial year 2019-20

34. I o o R ₹ o 34 (3)
 S V o S e A E ₹ B o o
 I (L e ₹ O P ₹ o e D e o e
 R f e) R ₹ o e , 2015:

There are no shares in the demat suspense account or undaimed suspense account.

35. A o ₹

Your Directors take this opportunity to express the gratitude to all investors, clients, vendors, bankers,

A R O

I. A O O O D O , K M P S O M :

1. A O C Q O :

a) A person being appointed as director, KMP or in senior management should possess adequate qualification, expertise and experience for the position he / she is considered for appointment.

b) Independent Director:

i) Qualifications of Independent Director:

An Independent director shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, operations or other disciplines related to the Company's business.

ii) Positive attributes of Independent Directors:

An independent director shall be a person of integrity, who possesses relevant expertise and experience and who shall uphold ethical standards of integrity and probity; act objectively and constructively; exercise his responsibilities in a bona-fide manner in the interest of the Company; devotes sufficient time and attention to his professional obligations for informed and balanced decision making; and assist the Company in implementing the best corporate governance practices.

2. R O :

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

3. R :

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

II. R O :

A. D O :

a) Executive Directors (Managing Director, Manager or Whole Time Director):

i) At the time of appointment or re-appointment, the Executive Directors shall be paid such remuneration as may be mutually agreed between the Company (which includes the Nomination and Remuneration (N&R) Committee and the Board of Directors) within the overall limits prescribed under the Companies Act, 2013

ii) The remuneration shall be subject to the approval of the Members of the Company in General Meeting as per the requirement of the Companies Act, 2013

iii) The remuneration of the Manager/ CEO/ Managing Director/ Whole Time Director is broadly divided into fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company. In determining the remuneration (including the fixed increment and performance bonus), the Committee shall consider the following:

- the relationship of remuneration and performance benchmark;
- balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
- responsibility required to be shouldered, the industry benchmarks and the current trends;
- The Company's performance vis-a-vis the annual budget achievement and individual performance.

b) Non-Executive Director:

• The Non-Executive Independent Director may receive fees for attending meeting of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rupees One Lakh per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

• A Non-Executive Director may be paid commission on an annual basis, of such sum as may be approved by the Board on the recommendation of the Committee.

- The Committee may recommend to the Board, the payment of commission, to reinforce the principles of collective responsibility of the Board.
- In determining the quantum of commission payable to the Directors, the Committee shall make its recommendation after taking into consideration the overall performance of the Company and the onerous responsibilities required to be shouldered by the Director.
- The total commission payable to the Directors shall not exceed prescribed limits as specified under Companies Act, 2013
- The commission shall be payable on pro-rata basis to those Directors who occupy office for part of the year.

B. KMP & Senior Management Personnel :

The remuneration to the KMP and Senior Management Personnel will be based on following guidelines:

- maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company;
- compensation should be reasonable and sufficient to attract retain and motivate KMP and senior management;

- Remuneration payable should comprise of a fixed component and a performance linked variable based on the extent of achievement of individual performance versus overall performance of the Company;
- Remuneration shall be also considered in form of long term incentive plans for key employees, based on their contribution, position and length of service, in the nature of ESOPS/ESPS.

III. E :

The Committee shall carry out evaluation of performance of every Director at regular interval (yearly). The Committee shall also formulate and provide criteria for evaluation of Independent Directors and the Board as a whole, if applicable.

F O P O B O D O

P K
C & D O

M P , 28 A , 2020

A - II
SECRETARIAL AUDIT REPORT

F₀ N₀. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2020

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

To,
T M P z,
M/s. TECHNOLOG HOLDINGS LIMITED
(CIN No.: L67120MH1983PLC029357)
1st Floor, Nisarg Apartment, Besant Road,
Vile Parle (West), Mumbai - 400056,
Maharashtra, India.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. TECHNOLOG HOLDINGS LIMITED (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31st March, 2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made herein after:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. W W TECHNOLOGY HOLDINGS LTD ("the Company") for the financial year ended on 31st March, 2020 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;
- (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;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’) are applicable to the Company:-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - Not applicable as the Company has not issued ESOPs
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not applicable as the Company has not listed its Debt Securities
 - (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 as the Company is not registered as Registrar to an issue and Share Transfer Agent during thefinancial year under review.

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;Not applicable as the Company has not delisted its equity shares from any Stock Exchange during the financial year under review and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;Not applicable as the Company has not bought back any of its securities during the financial year under review.

(vi) we have also examined the compliances of the provisions of the following other laws applicable specifically to the Company wherein we have also relied on the compliance certificates issued by the head of the respective departments in addition to the checks carried out by us

1. the Non-Banking Financial Company –Non-Systemically Important Non-Deposit taking (Reserve Bank) Directions, 2016

2. Prevention of Money Laundering Act, 2002

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with Stock Exchanges

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

o :

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

2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

For R G & Associates
C O S

R G
P o o
ACS No. 48715
C. P. No. 21717

UDIN: A048715B000596911

P : M P
D : A # 20, 2020

A -A

To,
 T M P ,
 M/. TECHNOLOG HOLDINGS LIMITED
 (CIN No.: L67120MH1983PLC029357)
 1st Floor, Nisarg A apartment, Besant Road,
 Vile Parle (West), Mumbai - 400056,
 Maharashtra, India.

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we 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 the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For R G & A c o c
 C o S c

R G
 P o o ACS No. 48715 C. P. No. 21717
 UDIN: A048715B000596911

P : M P
 D : A c c 20, 2020

A II A
Fo AOC- 2

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

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

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

There were no contracts or arrangements or transactions entered into during the year ended 31st March, 2020 which were not arm's length basis

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

(a)	Name(s) of the related party and nature of relationship	Mrs. Sadhana Kariya
(b)	Nature of contracts/ arrangements/ transactions	Salary
(c)	Duration of the contracts/ arrangements/ transactions	3 Years
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Payment of remuneration
(e)	Date(s) of approval by the Board	28.05.2018
(f)	Amount paid as advances, if any:	NIL

A IV - E o A R
F o N o. MGT -9

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

I. Registration and other details:

CIN:	L67120MH1983PLC029357
Registration Date:	19/02/1983
Name of the Company:	W W Technology Holdings Limited
Category / Sub - Category of the Company	Company Limited by Shares / Indian Non-Government Company
Address of the registered office and contact details:	1st floor, Nisarg Apartment, Besant Road, Vile Parle - West, Mumbai - 400056 Tel: +91 22 67147827 Fax: +91 22 67804776
Whether listed company:	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Sharex Dynamic (India) Pvt. Ltd. Unit-1, Luthra Ind. Premises, 1st Floor, 44-E, M Vasanti Marg, Andheri-Kurla Road, Safed pool, Andheri (E), Mumbai - 400072 Tel: +91 22 28515606 Fax: +91 22 28512885

II. Principal Business activities of the Company

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

Sr. No.	Name and Description of main products / services	NIC code of the Product / Service	% to total turnover of the Company
1	Other credit granting	64920	99.94%

III. Particulars of Holding, Subsidiary and Associate Companies

Sr. No.	Name and Address of the Company	CIN / GIN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
NIL					

IV. Share Holding Pattern (Equity share capital break up as percentage of Total Equity)

i. Category – wise Share Holding

Category of Shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. P o o e									
1. I									
a. Individual / HUF	53,05,330	0	53,05,330	71.50	53,05,330	0	53,05,330	71.50	0
b. Central Govt.	0	0	0	0	0	0	0	0	0
c. State Govt.	0	0	0	0	0	0	0	0	0
d. Bodies Corp.	0	0	0	0	0	0	0	0	0
e. Banks/ FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
S T o (A) (1):	53,05,330	0	53,05,330	71.50	53,05,330	0	53,05,330	71.50	0
(2) F o e									
a. NRI's- Individuals	0	0	0	0	0	0	0	0	0
b. Other – Individual	0	0	0	0	0	0	0	0	0
c. Bodies Corp	0	0	0	0	0	0	0	0	0
d. Banks/ FI	0	0	0	0	0	0	0	0	0
e. Any Others	0	0	0	0	0	0	0	0	0
S P o (A) (2):	0	0	0	0	0	0	0	0	0
T o e H o e o P o o e (A) = (A)(1) +(A)(2)									
B. P P S o e									
1. Institutions									
a. Mutual Funds	0	0	0	0	0	0	0	0	0
b. Banks/ FI	0	0	0	0	0	0	0	0	0
c. Central Govt.	0	0	0	0	0	0	0	0	0
d. State Govt. (s)	0	0	0	0	0	0	0	0	0
e. Venture Capital Funds	0	0	0	0	0	0	0	0	0
f. Insurance Companies	0	0	0	0	0	0	0	0	0
g. FIIs	0	0	0	0	0	0	0	0	0
h. Insurance Companies	0	0	0	0	0	0	0	0	0
i. Others (specify)	0	0	0	0	0	0	0	0	0
S T o (B)(1):	0	0	0	0	0	0	0	0	0

2. N _o - I s o s										
a. Bodies Corp.										
i) Indian	0	3,300	3,300	004	0	3,300	3,300	004	000	
ii) Overseas										
b. Individuals										
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	0	61,370	61,370	083	0	61,370	61,370	083	000	
ii) Individual shareholders holding nominal share capital in excess of Rs.1 Lakh	20,50,000	0	20,50,000	27.63	20,50,000	0	20,50,000	27.63	000	
c. Others (Specify)	0	0	0	0	0	0	0	0	0	
S P T _o (B)(2):	20,50,000	64,670	21,14,670	28.50	20,50,000	64,670	21,14,670	28.50	0	
T _o P P S B = (B) (1) + (B)(2)	20,50,000	64,670	21,14,670	28.50	20,50,000	64,670	21,14,670	28.50	0	
c. Shares held by Custodian for GDRs & ADRs Promoter and Promoter Group Public	0	0	0	0	0	0	0	0	0	
G T _o (A+B+)	73,55,330	64,670	74,20,000	100	73,55,330	64,670	74,20,000	100	0	

ii Shareholding of Promoters

Sr. No.	Shareholders' Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total shares of the company	% of shares Pledged / encumbered to total shares	No. of Shares	% of total shares of the company	% of shares Pledged / encumbered to total shares	
1	Paresh Mulji Kariya	26,92,330	36.28	0.00	26,92,330	36.28	0.00	0.00
2	Sadhana Paresh Kariya	15,00,000	20.22	0.00	15,00,000	20.22	0.00	0.00
3	Paresh Mulji Kariya*	5,56,500	7.50	0.00	5,56,500	7.50	0.00	0.00
4	Paresh Mulji Kariya**	5,56,500	7.50	0.00	5,56,500	7.50	0.00	0.00
	T _o	53,05,330	71.50	0.00	53,05,330	71.50	0.00	0.00

iii Change in promoters' Shareholding

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Paresh Mulji Kariya				
	At the beginning of the year	26,92,330	36.28	26,92,330	36.28
	Date wise Increase / Decrease in Promoters shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No Change	No Change	-	-
	At the end of the year	26,92,330	36.28	26,92,330	36.28
2	Sadhana Paresh Kariya				
	At the beginning of the year	15,00,000	20.22	15,00,000	20.22
	Date wise Increase / Decrease in Promoters shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No Change	No Change	-	-
	At the end of the year	15,00,000	20.22	15,00,000	20.22
3	Paresh Mulji Kariya*				
	At the beginning of the year	5,56,500	7.50	5,56,500	7.50
	Date wise Increase / Decrease in Promoters shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No Change	No Change	-	-
	At the beginning of the year	5,56,500	7.50	5,56,500	7.50
4	Paresh Mulji Kariya**				
	At the beginning of the year	5,56,500	7.50	5,56,500	7.50
	Date wise Increase / Decrease in Promoters shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No Change	No Change	-	-
	At the end of the year	5,56,500	7.50	5,56,500	7.50

* Paresh Mulji Kariya for Partnership firm M/s. Sri Sai Kripa Investments

** Paresh Mulji Kariya for partnership firm M/s. Om Sri Sai Investments

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

Sr. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total share of the company	No. of shares	% of total share of the company	No. of shares	% of total share of the company
1	HEMAN HIRALAL SHAH	200000	2.695	200000	2.695	200000	2.695
2	JAYANTILAL RANA GADA	150000	2.022	150000	2.022	150000	2.022
3	SHANTIBEN JAYANTILAL GADA	150000	2.022	150000	2.022	150000	2.022
4	BITEN DAMODAR GARIBA	100000	1.348	100000	1.348	100000	1.348
5	JAMNADAS N MAJETHIA	100000	1.348	100000	1.348	100000	1.348
6	NIPA JAMNADAS MAJETHIA	100000	1.348	100000	1.348	100000	1.348
7	DEEPALI DEEPAK KANERE	100000	1.348	100000	1.348	100000	1.348
8	ALISON AATISH KAPADIA	100000	1.348	100000	1.348	100000	1.348
9	AATISH INDUKUMAR KAPADIA	100000	1.348	100000	1.348	100000	1.348
10	DINESH DAMJI SHAH (HUF)	50000	0.674	50000	0.674	50000	0.674

v Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Form each of Directors and KMP	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Paresh Mulji Kariya				
	At the beginning of the year	26,92,330	36.28	26,92,330	36.28
	Date wise Increase / Decrease in Promoters shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No Change	No Change	-	-
	At the end of the year	26,92,330	36.28	26,92,330	36.28
2	Anil Kishorilal Patodia				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise Increase / Decrease in Promoters shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No Change	No Change	-	-
	At the end of the year	NIL	NIL	NIL	NIL
3	Sadhana Paresh Kariya				
	At the beginning of the year	15,00,000	20.22	15,00,000	20.22
	Date wise Increase / Decrease in Promoters shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No Change	No Change	-	-
	At the end of the year	15,00,000	20.22	15,00,000	20.22
4	Sachchidanand Rajaram Adam				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise Increase / Decrease in Promoters shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No Change	No Change	-	-
	At the end of the year	NIL	NIL	NIL	NIL
5	Naveen Kumar Dangayach				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise Increase / Decrease in Promoters shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No Change	No Change	-	-
	At the end of the year	NIL	NIL	NIL	NIL

6	Kranti Bhowad				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise Increase / Decrease in Promoters shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No Change	No Change	-	-
	At the end of the year	NIL	NIL	NIL	NIL

VI P 66

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
C ₹ I P 66 ₹	-	-	-	-
Addition				
ii) Reduction	-	-	-	-
N C ₹	-	-	-	-
I P 66 0				
I	-	-	-	-
A 0	-	-	-	-
) I 6 P 0	-	-	-	-
) I 6 P 0	-	-	-	-
T 0 (+ +)	-	-	-	-

VIR o o D o A K M z P o

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

Sr. No.	Particulars of Remuneration	Mrs. Sadhana Paresh Kariya	Total Amount
1	Gross Salary	12,00,000	12,00,000
2	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	—	—
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	—	—
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	—	—
3	Stock Option	—	—
4	Sweat Equity	—	—
5	Commission -as % of profit -others, specify.	—	—
6	Others, please specify	—	—
	Total (A)	12,00,000	12,00,000
	Ceiling as per the Act	12,00,000	12,00,000

B. Remuneration to other directors

The Board of Directors at its meeting had given consent to waive off sitting fees to Directors of the Company.

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

Sr. No	Particulars of Remuneration	CEO	Company Secretary Swarali Shingne	CFO Kranti Bhowad	Total
1	Gross salary	-	66,838	612,000	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission -as % of profit -Others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	66,838	612,000	

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

F o P o B o D o

M P , 28 A e , 2020

P e K
C & D o

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF TECHNOLOG HOLDINGS LIMITED

R o o F S e

We have audited the accompanying financial statements of WW TECHNOLOGY HOLDINGS LIMITED ("the Company"), which comprise the Balance Sheet as at 31 March 2020, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the statement of changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of state of affairs (financial position), Profit or loss (financial Performance including other comprehensive income), change in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, 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.

A o' e R e o e P

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act,

the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

O o

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, including Ind. AS specified under section 133 of the Act, of the state of affairs (financial position) of the company as at 31st March 2020 and its profit and loss A/c (financial performance including other comprehensive income), its cash flow and the changes in equity for the year ended on that date.

K A M e

Key audit matters are those matters that, in our professional judgment, were of most significance in

our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the Ind AS 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 the matters described below the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in auditor's responsibilities for the audit of Ind AS section of our report, including relation to these matters.

According to explanation and information given to us

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

R O ₹ 6 () 0 0 0 0

- i. a) According to information and explanation given to us, and record examined by us, Company has not stock of fixed assets during the year therefore clause (i)(a) not applicable to company.
- (b) Company have not Stock of fixed assets hence therefore clause (i)(b) Physical verification of fixed assets not applicable to the company.
- (c) The company does not disposed-off substantial part of fixed assets during the year.
- ii. According to the information & explanation given to us, the Company does not have any inventory and hence paragraph 3(ii) of the order is not applicable.
- iii. In our opinion and according to information and explanation given to us, the The Company has not granted any loans, secured or unsecured to Companies, firms, limited liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Accordingly, the Provisions of clause 3(iii) (a) to (c) of the order are not applicable to the company and not commented upon.
- iv. In our opinion and according to the information and explanations given to us, provisions of section 186 of the Act in respect of loans and advances given, investments made and, guarantees given has been complied with by the Company. The provisions of section 185 in respect of loans to directors including entities in which they are interested and provisions of section 186 with respect to securities given are not applicable to the Company and hence not commented upon.
- v. According to Information and explanation given to us, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- vi. The company does not qualify the prescribed criteria as specified in Companies (Cost Records and Audit) Rules, 2014, and therefore is not required to maintain the cost records as prescribed under Section 148(1) of the Act. Hence paragraph 3 (vi) of the order is not applicable.
- vii. In respect of statutory dues
- (a) According to the information and explanation given to us and records examined by us, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, Cess and any other statutory dues to the appropriate authorities. According to the information and explanation given to us, there were no undisputed amounts payable in respect of Income Tax, and any other statutory dues outstanding as on 31st March, 2020 for a period more than six months from the date they became payable.
- (b) According to the information and explanations given to us, the company doesn't have any disputed dues as on 31-03-2020 and hence paragraph 3 (vii) (b) of the Order is not applicable.
- viii. According to records of the company examined by us and the information and explanations given to us, there are no loans or borrowings from any financial institution, banks, government or debenture holders and therefore paragraph 3(viii) of the Order is not applicable.
- ix. According to records of the company examined by us and the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) or by way term loan and hence paragraph 3(ix) of the order is not applicable.
- x. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us we neither come across any instances of material fraud by the company or on the company by its officers or employees noticed or reported during the year, nor have been informed of any of such case by the management.
- xi. According to the information and explanation given to us and based on our examination of the records of the company, the company has paid for managerial remuneration in accordance with the requisite approvals as mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi

company. Accordingly, paragraph 3(xii) of the Order is not applicable.

- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the records, during the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. Accordingly, paragraph 3(xiv) of the order is not applicable.
- xv. According to the information and explanations given to us and based on our examination of the records, during the year the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. To the best of our knowledge and according to the information and explanations given to us, the company has not required to registered under section 45-IA of the Reserve Bank of India Act, 1934

F O A g J G
 C A o €
 F R g € o N o.: 013538C
 (N S)
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 M.NO: 409759

P : M P
 D : 27 J 2020

ANNEXURE - B TO THE INDEPENDENT AUDITORS REPORT

Rs. 6,00,000

Rs. 143 Crores
 Rs. 143 Crores
 Rs. 143 Crores
 TECHNOLOG HOLDINGS LIMITED

We have audited the internal financial controls over financial reporting of TECHNOLOG HOLDINGS LIMITED ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended and as at that date.

Rs. 143 Crores

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('the Guidance Note'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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

Rs. 143 Crores

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. The Guidance Note and those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over

financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, 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 system over financial reporting.

Rs. 143 Crores

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

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

Rs. 143 Crores

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and

not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

O o

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial control over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

F o A z J G
C A o e
F R z e o N o.: 013538C

(N S)

P

M.NO: 409759

P :M P

D :27 J 2020

STANDALONE BALANCE SHEET AS AT 31ST MARCH 2020

(A o e INR, e e o e e)

	P e	No	Ae 31e M , 2020	Ae 31e M , 2019
I	ASSETS			
1	No - e e e Financial assets			
	(i) Others financial assets	3	7,37,44,040	7,34,02,029
2	C e e e Financial assets			
	(i) Cash and cash equivalents	4	1,21,945	1,33,927
	(ii) Others financial assets	5	30,83,253	28,50,229
	TOTAL ASSETS		7,69,49,238	7,63,86,185
II	EQUIT AND LIABILITIES			
1	E a) Equity share capital	6 A	7,42,00,000	7,42,00,000
	b) Other equity	6 B	(73,699)	(5,03,994)
2	L P e No - P e (a) Financial liabilities			
	(i) Borrowings	7	-	21,000
	C P e (a) Financial liabilities			
	Trade payables	8	3,26,414	3,18,562
	(b) Provisions	9	24,54,046	23,27,000
	(d) Other current liabilities	10	42,476	23,617
	TOTAL EQUIT AND LIABILITIES		7,69,49,238	7,63,86,185
	NOTES FORMING PART OF FINANCIAL STATEMENTS	1-16		

T o e o e
As per our report attached

Fo A e J & G
C A o e
F R e. No.: 013538C

For and on behalf of the Board of Directors
Fo T o o e Ho e L .

CANARA ANS AMI
P
M P e No.: 409759
UDIN: 20409759AAAAA 7000

PARESH MULJI KARI A
(D o)
DIN:00215937

SADHANA PARESH KARI A
(D o)
DIN:02380399

P :- M P
D :- 27-06-2020

KRANTI BHO AD
(CFO)

S ARALI SHINGNE
(C o S)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(A o e INR, e e o e e)

	PARTICULARS	Ae 31e M , 2020	Ae 31e M , 2019
3	O o - e e e (Unsecured, Considered good) Deposits with others Advance recoverable in Cash T _o	- 7,37,44,040 7,37,44,040	- 7,34,02,029 7,34,02,029
4	C e e e e Cash on hand Cheques, drafts on hand Balances with Banks - In current accounts T _o	79,011 - 42,933 1,21,945	1,06,081 - 27,846 1,33,927
5	O e e e (Unsecured, considered good) Advances recoverable T _o	30,83,253 30,83,253	28,50,229 28,50,229
7	N o - e o e e Unsecured Term loans from Others U e - T _o (B)	- - -	21,000 21,000
8	T e e Trade payables [Refer Note below] Amounts due to related parties [Refer Note 43] Others T _o	- - 3,26,414 3,26,414	- - 3,18,562 3,18,562
9	P o e o e Provision for Taxation	24,54,046 24,54,046	23,27,000 23,27,000
10	O C e e Revenue received in advance Statutory Dues	- 42,476 42,476	- 23,617 23,617

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST-MARCH-2020
(A o e INR, e e o e e)

N _o N _o .	PARTICULARS	31 st M , 2020	31 st M , 2019
11	R o O o e Sale of Products Sales of Services O o e (i) Interest on Loan	- - 36,59,313 36,59,313	- - 40,99,104 40,99,104
12	O o Other Income T _o	1,13,601 1,13,601	26,020 26,020
13	E o P e e Salary, Wages and Bonus Staff Welfare Expenses T _o	25,43,503 74,500 26,18,003	19,68,423 91,500 20,59,923
14	F o e Interest expense - others Applicable net loss on foreign currency transactions and translation Bank Charges T _o	- - 1,074 1,074	- - 71 71
15	O e e Listing & Annual Fees Auditor's Remuneration:- Interest on IT (A.Y. 2018-19) Legal & Professional Fees Telephone Charges Printing and Stationery Postage and Courier Advertisement Expenses RTA Expenses Share Issue Expenses W/ off Profession Tax (Company) ROC Expenses Website Charges General Expenses T _o L e P o e e e : A o e' o e e e e For Audit Fees For Limited Review For Other services For reimbursement of expenses T _o	4,21,260 61,000 - 1,500 2,570 1,792 - 37,122 56,924 - 2,500 6,600 2,057 3,171 5,96,496 30,000 20,000 11,000 - 61,000	3,32,738 68,830 5,202 33,800 2,213 3,834 2,808 35,534 49,011 1,72,944 2,500 7,800 - - 7,17,214 30,000 20,000 11,000 7,830 68,830

16. Earnings Per Share (Amount in Rupees)

P	M 31, 2020	M 31, 2019
Net profit / (loss) after tax for the year	4,30,295	9,50,916
Weighted equity shares outstanding as at the year end	74,20,000	74,20,000
Nominal value per share (Rs.)	10	10
Earnings per share (Weighted Average)		
- Basic	006	013
- Diluted	006	013

17. Auditor's Remuneration (Amount in Rupees)

P	M 31, 2020	M 31, 2019
Statutory Audit Fees	30,000	30,000
Limited Review	20,000	20,000
Other Fees	11,000	11,000
Out of Pocket Expenses	-	7,830
T _o	61,000	68,830

18. Related Parties

As per Indian accounting standard on Related Party Disclosure (Ind. AS-24) as notified by the Companies Accounting Standard Rules, 2014, the names of the related parties of the Company are as follows

() Related Parties:

N	N
1. K M P : Sadhana Paresh Kariya Paresh Mulji Kariya Kranti Bhowad Swarali Shingne	Director Director Chief Financial Officer Company Secretary
2. A c o / E o / S I : Anurag Stock & Broking Pvt. Ltd. Anurag Commodities Pvt. Ltd. Wagad fincap Ltd. Anurag Realty Developers Pvt. Ltd. Anurag Portfolio Advisors Pvt. Ltd. Anurag Insurance Brokers Pvt. Ltd. Ruchi Food Plaza Pvt. Ltd. Dream Heritage Pvt. Ltd. Polytex India Ltd. Rapid Credit & Mercantiles Pvt. Ltd. Om Shri Sai Investments Shri Sai Kripa Investments	
3. R c o K M P : Paresh M. Kariya HUF Om Sri Sai Investments Sri Sai Kripa Investments	

Above related parties have been identified by the management and relied upon by the auditors.

(P D e o T e o e :

S/ o	N	T e o	M 31, 2020	M 31, 2019
1.	Sadhana Paresh Kariya	Director Remuneration	12,00,000/-	12,00,000/-

19. The Company did not have any transactions with Small Scale Industrial ('SME's') Undertakings during the year ended March 31, 2020 and hence there are no amounts due to such undertakings. The identification of SME's undertakings is based on the management's knowledge of their status.

The Company has not received any information from "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amount unpaid as at the year ended together with interest paid / payable as required under the said Act have not been furnished.

20. Balances in respect of sundry debtors, sundry creditors and loans and advances. If any are taken as shown by books of accounts and are subject to confirmation and consequent adjustments and reconciliations, if any.

21. Previous year figures have been regrouped / reclassified, where necessary, to conform to current year classification.

F o A e J & G
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 S o S e

P : M P
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6 A E

P	A 31: M 2020	A 31: M 2019
A o 80,00,000 Equity Shares of Rs.10/- Each (P.Y.80,00,000 Equity Shares of 10/- each)	8,00,00,000	8,00,00,000
I e , e P P 74,20,000 Equity Shares of Rs.10/- Each (P.Y.74,20,000 Equity Shares of 10/- each)	7,42,00,000	7,42,00,000
	7,42,00,000	7,42,00,000

) R o o o P o e e

P	A 31: M , 2020		A 31: M , 2019	
	N o	A o	N o	A o
Equity Shares:				-
Opening Balance	74,20,000	7,42,00,000	74,20,000	7,42,00,000
Add : Issued during the year	-	-	-	-
C o e B	74,20,000	7,42,00,000	74,20,000	7,42,00,000

P R e , e e o e o e e

The Company has one class of equity shares having par value of Rs10each. Each shareholder is eligible for one vote per share held and carry a right to dividend, whenever declared by the company.

) D e o , e e P e o e o e o 5% o e e e e C o

P	A 31: M , 2020		A 31: M , 2019	
	%	A o	%	A o
E e e o Rs. 10				
Paresh Mulji Kariya	36.00%	26,92,330	36.00%	26,92,330
Sadhana Paresh Kariya	20.22%	15,00,000	20.22%	15,00,000
Om Sri Sai Investments	7.50%	5,56,500	7.50%	5,56,500
Sri Sai Kripa Investments	7.50%	5,56,500	7.50%	5,56,500

6 B. O E

P	A 31: M , 2020	A 31: M , 2019
() R E e		
Opening Balance	(5,03,994)	(14,54,910)
Add : Profit for the year	4,30,295	9,50,916
Less: Trf to Reserves	-	-
	(73,699)	(5,03,994)

1. **C o o o I o o**
 VVTechnology Holdings Limited is a company Limited by Shares incorporated on 19 February 1983. It is classified as Non-govt company and is registered at Registrar of Companies, Mumbai. Its authorized share capital is Rs. 8,00,00,000 and its paid-up capital is Rs. 7,42,00,000. VV Technology Limited Corporate Identification Number is (CIN) L67120MH1983PLC029357. Its registered address is 401, 4th floor, Nisarg apartment, Besant Road, Vileparle (West), Mumbai-400056.

2. **S o e ₹ o ₹ o e**
 2.1 **B e e o o o e e e**
 The financial statements of the company have been prepared under historical cost convention on the accrual basis of accounting, are in accordance with the applicable requirements of the Companies Act 2013 and comply in all material aspects with the Indian Accounting Standards (hereinafter referred as to 'Ind. AS') as notified by ministry of corporate affairs in pursuant to section 133 of Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules 2016.

The accounting policies have been consistently applied unless otherwise stated. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Division II of Schedule III to the Act 2013. The Company considers 12 months to be its normal operating cycle for the purpose of current or non-current classification of assets and liabilities.

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

P P o P & E e e
T ₹ P e e e e
 Property, Plant and Equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises of purchase price inclusive of taxes etc. up to the date the asset is ready for its intended use. Depreciation is provided under written down value method at the rates and in the manner prescribed under Schedule II to the Companies Act, 2013. Currently company does not hold any tangible assets.

I ₹ P e e e e
 Intangible assets are stated at cost, net of accumulated depreciation and impairment of losses, if any. Depreciation is provided under written down value method at the rate and in the manner prescribed under Schedule II to the companies Act, 2013. Currently company does not hold any intangible assets.

D o / o o
T ₹ P e e e e
 Depreciation on fixed assets is calculated on a written down value method at based on the useful lives estimated by the management, or those prescribed under the Schedule II of the Companies Act, 2013.

I ₹ P e e e e
 Depreciation on Intangible assets is calculated on a written down value method at based on the useful lives estimated by the management, or those prescribed under the Schedule II of the Companies Act, 2013.

B o o ₹ o e e
 Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

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 capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

I o N o - e e e e
 For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating

units). As a result, some assets are tested individually for impairment and some are tested at the cash generating unit level. All individual assets or cash generating units are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

The carrying amounts of assets are reviewed at each balance sheet date to determine if there is any indication of impairment based on external or internal factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount which represents the greater of the net selling price of assets and their 'value in use' 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.

Life time 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 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.

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.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis

I In accordance with Ind. AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on risk exposure arising from financial assets like debt instruments measured at amortised cost e.g., trade receivables and deposits.

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables or contract revenue receivables. The application of simplified approach does not require the Company to track changes Purchase price is assigned using a weighted average basis. Net realizable value is defined as anticipated selling price or anticipated revenue less cost to completion.

I Investments are classified as current investments and long-term investments as per information and explanation given by the management.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at cost or FMV whichever is lower and Long-term investments are carried at cost. However, provision for diminution in value is not recognizing other than temporary in the value of the investments. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss. Investments transfer to holding company at cost gain or loss on said investment book by holding company.

R Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

I Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

I Inventories comprise of traded goods, stores and spares are valued at cost or at net realisable value

whichever is lower. Cost of traded goods, stores and spares is determined on weighted average basis. Stores and spares, which do not meet the definition of property, plant and equipment, are accounted as inventories. Net realizable value is the estimated selling price in the ordinary course of business and estimated costs necessary to make the sale. Since company is a service sector industry hence there has been no inventory.

A o ₹ o € o o

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Current and deferred tax shall be recognized as income and expenses and included in profit and loss for the period, except to the extent that the tax arises from (a) a transaction or event which is recognized in the same or a different period, outside profit or loss, either in other comprehensive Income or directly in equity or (b) a business combination. Deferred taxes recognized in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purpose and corresponding amounts used for taxation purpose except to the extent it relates to business combination or to an item which is recognized directly in equity and in other comprehensive income.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that it is probable that future taxable profit will be available against which the assets can be utilized. A deferred tax asset shall be recognized for the carry-forward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilized. Deferred tax assets are reviewed at each reporting date and Reduced to the extent that it is no longer probable that the related tax benefit will be Realize. A deferred tax liability is recognized based on the expected manner of realization or settlement of carrying amount of assets and liabilities

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 tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a period is charged to the statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing

evidence that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the period in which the company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax

Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

R P €

() G

Payment for present liability of future payment of gratuity is made to the approved gratuity fund. The company has not created gratuity funds.

() S o

The company has not made any defined contribution to superannuation fund.

() P o

The company has not provided provident funds to its employees.

() C o € P €

Privilege leave entitlements are recognised as a liability as per the rules of the Company. The liability for accumulated leaves which can be availed and/or encashed at any time during the tenure of employment. The liability for accumulated leaves which is eligible for encashment within the same calendar year is provided for at prevailing salary rate for the entire unavailed leave balance as at the Balance Sheet date.

F o ₹ € o €

i. Foreign currency transactions are recorded at exchange rates prevailing on the date of respective transactions.

ii. Current assets and current liabilities in foreign currencies existing at balance sheet date are translated at year-end rates.

P o € o

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined

based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Where the company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.

Cash and cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

Measurement of EBITDA

As permitted by the Guidance Note on the Revised Schedule of the Companies Act, 2013, the company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The company measures EBITDA on the basis of profit / (loss) from continuing operations. In its measurement, the company does not include depreciation and amortization expense, finance costs and tax expenses.

Contingent liability

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 doesn't have any contingent liability.

37 A G M S

DPId* _____ Folio No. _____
Client Id* _____ No. of Shares _____

Name and Address of Shareholder / Proxy _____

I certify that I am a Member / Proxy of the Company.

I hereby record my presence at the 37th Annual General Meeting of the Company to be held on 30th September, 2020 at 12.30 P.M at 1st Floor, Nisarg Apartment, Besant Road, Vile Parle - West, Mumbai - 400056

Member's / Proxy's Signature

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F o N o. MGT-11 P o o

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Address	
Email ID	
DP ID	
Client Id/Folio No.	

I/We, being the member (s) of shares of the above named company, hereby appoint

- Name:
 Address:
 E-mail Id:.....Signature or failing him/ her
- Name:
 Address:
 E-mail Id:.....Signature or failing him/ her
- Name:
 Address:
 E-mail Id:.....Signature or failing him/ her

as my/our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the Thirty seventh Annual General Meeting of the Company, to be held on 30th September, 2020 at 1st Floor, Nisarg Apartment, Besant Road, Vile Parle- West, Mumbai-400056 at 12.30p.m. or at any adjournment thereof in respect of such resolution as are indicated below:

R e o o N o.	R e o o	I/ e e o (F o)	I/ e e o (A g e)
1	Adoption of audited Financial Statements of the Company for the year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.		
2	Appointment of Mr. Paresh Kariya, who retires by rotation and being eligible, offers himself for re-appointment.		
3	Ratification of Appointment of M/s Agrawal Jain & Gupta, Chartered Accountants as Statutory Auditors of the Company		
4	Reappointment of Mrs. Sadhana Paresh Kariya as the Whole Time Director of the Company for a period of 3 years.		
5	To Approve the Appointment of Mr. Damodar Trivedi as an Independent Director of the Company for the period of 5 years		

Signed this day of 2020

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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Stamp

I U , P € R o

TECHNOLOG HOLDINGS LTD

CIN: L67120MH1983PLC029357

R € O :

1st Floor, Nisarg Apartment,
Besant Road, Vile Parle (West),
Mumbai - 400056