Professional Access Limited
Balance Sheet
(All amounts in USD Thousands unless otherwise stated)

Balance Sheet as at	Notes	As at March 31, 2019	As at March 31, 2018
Assets			
Non-current assets			
(a) Property, plant and equipment	4	12	25
(b) Income tax assets (net)	13 (a)	358	-
(c) Deferred tax assets (net)	6	571	829
Total Non-current assets		941	854
Current assets			
(a) Financial assets			
i. Loans	5 (a)	3,500	2,750
ii. Trade receivables	5 (b)	3,181	7,207
iii. Cash and cash equivalents	5 (c)	1,436	4,069
iv. Other balances with banks	5 (d)	-	73
v. Other financial assets	5 (e)	2,226	3,298
(b) Other current assets	7	889	54
Total current assets		11,232	17,451
Total assets		**12,173**	**18,305**
Equity and liabilities			
Equity			
(a) Equity share capital	8 (a)	0	0
(b) Other equity			
i. Reserves and surplus	8 (b)	39	3,087
Total equity		39	3,087
Liabilities			
Current liabilities			
(a) Financial liabilities			
i. Trade payables	9	11,329	12,816
ii. Other financial liabilities	10	369	1,723
(b) Employee benefit obligations	11	301	271
(c) Other current liabilities	12	135	102
(d) Income tax liabilities (net)	13 (a)	-	306
Total current liabilities		12,134	15,218
Total liabilities		12,134	15,218
Total equity and liabilities		**12,173**	**18,305**

See accompanying notes to the financial statements
In terms of our report attached

For Chartered Accountants

For and on behalf of the Board of Directors of Professional Access Ltd.

Partner
Place: Pune
Date:

Director

Director

Place:
Date:

Professional Access Limited
Statement of Profit and Loss
(All amounts in USD Thousands unless otherwise stated)

Statement of Profit and Loss for the	Notes	Year ended March 31, 2019	Year ended March 31, 2018
Income			
(a) Revenue from operations	14	22,690	40,723
(b) Other income	15	798	236
Total income		**23,488**	**40,959**
Expenses			
(a) Purchase of licenses for software applications		-	363
(b) Employee benefits expense	16	7,925	11,739
(c) Subcontracting costs		14,365	24,855
(d) Finance costs	17	5	9
(e) Depreciation and amortisation expense	18	14	23
(f) Other expenses	19	2,554	3,369
Total expenses		**24,863**	**40,358**
Profit/(Loss) before tax		**(1,375)**	**601**
Tax expense	20		
(a) Current tax		(531)	524
(b) Deferred tax		258	(121)
Total tax expense		(273)	403
Profit/(Loss) for the year		**(1,102)**	**198**
Other comprehensive income			
I) (a) **Items that will not be reclassified to profit or loss**		-	-
		-	-
II) (a) **Items that will be reclassified to profit or loss**		-	-
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		**(1,102)**	**198**
Earnings per share	25		
- Basic and Diluted		(7,927)	1,427

See accompanying notes to the financial statements
In terms of our report attached

For Chartered Accountants

Partner
Place: Pune
Date:

For and on behalf of the Board of Directors of
Professional Access Ltd.

Director

Director

Place:
Date:

Professional Access Limited
Statement of changes in equity
(All amounts in USD Thousands unless otherwise stated)

Equity share capital

Balance as at April 1, 2017	Changes in equity share capital during the year	Balance as at March 31, 2018
139	-	139
Balance as at April 1, 2018	**Changes in equity share capital during the year**	**Balance as at March 31, 2019**
139	-	139

Particulars	Notes	Reserves and Surplus - Retained Earnings	Total
Balance as at April 1, 2018		**2,889**	**2,889**
Profit for the year	8 (b)	198	**198**
Total comprehensive income for the year		**198**	**198**
Balance as at March 31, 2018		**3,087**	**3,087**
Profit for the year	8 (b)	(1,102)	**(1,102)**
Dividend paid during the year		1,946	**1,946**
Total comprehensive income for the year		**(3,048)**	**(3,048)**
Balance as at March 31, 2019		**39**	**39**

See accompanying notes to the financial statements

In terms of our report attached

For Chartered Accountants

For and on behalf of the Board of Directors of Professional Access Ltd.

Partner
Place: Pune
Date:

Director
Place:
Date:

Director

Professional Access Limited
Statement of Cash Flows for year ended March 31, 2019
(All amounts in USD Thousands unless otherwise stated)

Particulars	**Year ended March 31, 2019**		**Year ended March 31, 2018**	
Cash flow from operating activities				
Profit before taxation		(1,375)		601
Adjustments for:				
Depreciation and amortisation	14		23	
Finance costs	5		9	
Interest on loan to Parent Company	(109)		-	
Provisions no longer required and credit balances written back	(418)		-	
Bad Debts written off	867		1,187	
Provision for doubtful debts (net)	633	992	588	1,807
Operating profit before working capital changes		**(383)**		**2,408**
Change in operating assets and liabilities				
(Increase)/ decrease in trade receivables	2,526		(1,899)	
(Increase)/ decrease in other current financial assets	1,168		1,884	
(Increase)/ decrease in other current assets	(835)		(24)	
Increase/ (decrease) in trade payables	(1,069)		(1,365)	
Increase/ (decrease) in other current financial liabilities	33		(259)	
Increase/ (decrease) in current provisions	(1,354)		557	
Increase/ (decrease) in current employee benefit obligations	30			
		499	92	(1,014)
Cash generated from operations		116		1,394
Income taxes paid (net of refunds)		(132)		(46)
Net cash inflow from operating activities		**(16)**		**1,348**
Cash flow from investing activities				
Purchase of tangible/intangible assets including capital work in progress	-		(23)	
Interest received on Loan to group Company	84		-	
Loans given to group Company	(750)		(2,750)	
Net cash used in investing activities		**(666)**		**(2,773)**
Cash flow from financing activities				
Dividend paid to holding company	(1,946)		-	
Interest paid	(5)		(9)	
Net cash used in financing activities		**(1,951)**		**(9)**
Net increase/(decrease) in cash and cash equivalents		**(2,633)**		**(1,434)**
Cash and cash equivalents at the beginning of the financial year		4,069		5,503
Cash and cash equivalents at the end of the financial year		1,436		4,069

Notes:
a. The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Indian Accounting Standard (Ind AS) 7 on Statement of Cash Flows.
b. Cash and cash equivalents comprise of:

	March 31, 2019	**As at March 31, 2018**
Balances with banks	1,436	4,069
Total	**1,436**	**4,069**

See accompanying notes to the financial statements
In terms of our report attached

For Chartered Accountants

Partner
Place: Pune
Date:

For and on behalf of the Board of Directors of Professional Access Ltd.

Director

Director

Place:
Date:

1. Corporate Information

Professional Access limited ("the Company") is a company registered under the laws of New York. The Company is primarily engaged in providing E-Commerce Implementation on ATG Platform.

The financials statements for the year ended March 31, 2019 were approved by board of directors and authorised for issue on

2. Summary of significant accounting policies

a. Compliance with Ind AS

These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

b. Basis of preparation

(i) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:
- certain financial assets and liabilities (including derivative instruments) which are measured at fair value; and
- share- based payments

(ii) Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current -non current classification of assets and liabilities.

c. Foreign currency translation

(i) Functional and presentation currency:

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in United States Dollars (USD), which is the Company's functional and presentation currency.

(ii) Transactions and balances

- Transactions in foreign currency are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in Profit or Loss and reported within foreign exchange gains/(losses).

- Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in Other comprehensive income or profit or loss are also recognised in Other comprehensive income or profit or loss, respectively).

d. Revenue Recognition

The Company derives revenue primarily from software development, maintenance of software/hardware and related services.

Effective April 1, 2018, the company adopted Ind AS 115 "Revenue from Contracts with Customers" using the cumulative catch-up transition method, applied to contracts that were not completed as at April 1, 2018. In accordance with the cumulative catch-up transition method, the comparatives have not been retrospectively adjusted. The following is a summary of new and/or revised significant accounting policies related to revenue recognition. Refer Note 1 "Significant Accounting Policies," in the Company's 2018 Annual Report for the policies in effect for revenue prior to April 1, 2018. The effect on adoption of Ind AS 115 was insignificant.

Revenue is recognised only when there is transfer of control of goods and services. At the inception of every contract, transaction price and performance obligations are determined. Transaction price reflect amount of consideration expected to be received in exchange for transferring goods and services plus weighted average estimate of variable consideration i.e. discounts, rebates, price concession, rebates etc. Transactions price is allocated in a manner that depicts exchange for transferring of promised goods and service. Volume discounts are recorded as a reduction of revenue. When the amount of discount varies with the levels of revenue, volume discount is recorded based on estimate of future revenue from the customer.

The Company applies judgement to determine whether each product or services promised to a customer are capable of being distinct, and are distinct in the context of the contract, if not, the promised product or services are combined and accounted as a single performance obligation. The Company allocates the transaction price to separately identifiable performance obligations based on their relative stand-alone selling price. In cases where the Company is unable to determine the stand-alone selling price the company uses expected cost plus margin approach in estimating the stand-alone selling price.

(i) Time and material contracts:

Revenues and costs relating to time and materials contracts are recognized as the related services are rendered.

(ii) Fixed- price contracts:

Revenues from fixed-price contracts, including IT Infrastructure development and integration contracts are recognized using the "percentage-of-completion" method. Percentage of completion is determined based on efforts or costs incurred to date as a percentage of total estimated efforts or costs required to complete the project. The efforts or cost expended are used to measure progress towards completion as there is a direct relationship between input and productivity. If the Company does not have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognized only to the extent of contract cost incurred for which recoverability is probable.
When total cost estimates exceed revenues in an arrangement, the estimated losses are recognized in the statement of income in the period in which such losses become probable based on the current contract estimates.
'Unbilled revenues' represent earnings in excess of billings as at the end of the reporting period. 'Unearned revenues' represent billing in excess of revenue recognized. Advance payments received from customers for which no services have been rendered are presented as 'Advance from customers'.

(iii) Maintenance contracts:

Revenue from maintenance contracts is recognized ratably over the period of the contract using the percentage of completion method. When services are performed through an indefinite number of repetitive acts over a specified period of time, revenue is recognized on a straight-line basis over the specified period unless some other method better represents the stage of completion. In certain projects, a fixed quantum of service or output units is agreed at a fixed price for a fixed term. In such contracts, revenue is recognized with respect to the actual output achieved till date as a percentage of total contractual output. Any residual service unutilized by the customer is recognized as revenue on completion of the term.

e. Income Tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent items directly recognized in equity or in other comprehensive income.

(i) Current Income Tax:

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted as at the reporting date and applicable for the period.
The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and liability simultaneously.

(ii) Deferred Tax:

Deferred tax is recognized using the balance sheet approach. Deferred tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred tax assets are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.

Deferred income tax liabilities are recognized for all taxable temporary differences except in respect of taxable temporary differences associated with investments in subsidiaries, associates and foreign branches where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

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

The Company offsets deferred tax assets and liabilities, where it has a legally enforceable right to offset current tax assets against current tax liabilities, and they relate to taxes levied by the same taxation authority on either the same taxable entity, or on different taxable entities where there is an intention to settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

f. Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.
For arrangements entered into prior to 1 April 2015, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

As a lessee:

Operating lease: Leases where the lessor retains substantially all the risks and rewards of ownership are classified as operating leases. Payments made under operating leases are recognized in the statement of profit or loss on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Deposits provided to lessors: The Company is generally required to pay refundable security deposits in order to obtain property leases from various lessors. Such security deposits are financial assets and are recorded at fair value on initial recognition. The difference between the initial fair value and the refundable amount of the deposit is recognized as a lease prepayment. The initial fair value is estimated as the present value of the refundable amount of security deposit, discounted using the market interest rates for similar instruments.
Subsequent to initial recognition, the security deposit is measured at amortized cost using the effective interest method with the carrying amount increased over the lease period up to the refundable amount. The amount of increase in the carrying amount of deposit is recognized as interest income. The lease prepayment is amortized on a straight line basis over the lease term as lease rental expense.

g. Impairment of assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

h. Cash and cash equivalents

For the purposes of presentation in the statement of cash flows, cash and cash equivalents include cash on hand, in banks and demand deposits with financial institutions, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to insignificant risk of change in value.

i. Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

j. Other financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:
- those to be measured subsequently at fair value (either though other comprehensive income, or through profit and loss), and
- those measured at amortised cost

The classification depends on the entity's business model for managing the financial assets and the contractual cash flow characteristics.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income.

(ii) Initial recognition

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

(iii) Measurement

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

Financial assets at fair value through other comprehensive income (FVOCI):
A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Further,in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

Financial assets at fair value through other comprehensive income:
A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Further,in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

Financial assets at fair value through profit or loss (FVTPL):
A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

(iv) Impairment of financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in statement of profit or loss.

(v) Derecognition of financial assets

The Company derecognizes a financial asset when
- the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under IND AS 109.
- retains contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients.

When the entity has neither transferred a financial asset nor retained substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to extent of continuing involvement in the financial asset.

(vi) Income Recognition

Interest Income:

Interest income from debt instruments is recognised using the effective interest rate (EIR) method. EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial asset or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

k. Financial Liabilities

(i) Initial recognition and measurement

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

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.
The Company’s financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

(ii) Subsequent Measurement

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

Financial liabilities at fair value through profit or loss:

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.
Gains or losses on liabilities held for trading are recognised in the profit or loss.
Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Trade and other payables:

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid.Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Loans and borrowings:

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the Effective Interest Rate (EIR) amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

(iii) Derecognition

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

l. Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforeacble right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

m. Property, plant and equipment

(i) Recognition and measurement

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalized as part of the cost.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.
The carrying amount of any component accounted for as a separate asset is derecognised when replaced.
All other repairs and maintenance costs are charged to profit and loss in the reporting period in which they occur.

An item of Property, Plant & Equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of Property, Plant & Equipment are determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the profit or loss.

The cost of property, plant and equipment not available for use before year end date are disclosed under capital work- in-progress.

As asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

(ii) Depreciation

The Company depreciates property, plant and equipment on a straight-line basis as per the useful lives where, useful life of assets have been determined based on technical evaluation done by the management's expert

Assets acquired under finance lease and leasehold improvements are amortized over the shorter of estimated useful life of the asset or the related lease term.
The assets residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate and where appropriate.

Class of asset	**Useful life as followed by the Company**
Laptops and Desktops (classified under Data Processing Equipments)	3 years
Office Equipments	4 years
Furniture	5 years

n. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to passage of time is recognised as interest expense.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material)

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

o. Employee benefits

(i) Post-employment and pension plans

The Company has Defined Contribution Plan for Post-employment benefits for all employees in the form of 401(k) Fund and Social Security Fund. This fund is classified as defined contribution plan. Under a defined contribution plan, the Company's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks fall on the employee. The expenditure for defined contribution plans is recognized as an expense during the period when the employee provides service.

(ii) Compensated absences:

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilized accumulating compensated absences and utilize it in future periods or receive cash at retirement or termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement.

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

(iii) Short-term benefits:

Short-term employee benefit obligations are measured on an undiscounted basis and are recorded as expense as the related service is provided. Liabilities for wages and salaries including the amount expected to be paid under short-term cash bonus or profitsharing plans, expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

p. Contributed Equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from proceeds.

q. Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

r. Earnings per share

The basic earnings per share is computed by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share and also the weighted average number of equity shares which would have been issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period unless they have been issued at a later date.

s. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to nearest thousands as per the requirement of Schedule III, unless otherwise stated.

t. Recent accounting pronouncements

a **Standards issued but not yet effective**

On March 30,2019, Ministry of Corporate Affairs has notified Ind AS 116, Leases. Ind AS 116 will replace the existing leases Standard, Ind AS 17 Leases and related interpretations. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e. the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is low value. Currently, operating lease expenses are charge to the statement of profit or loss. The standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17. The Company is in process of evaluating the impact on the financial statements.

b **Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments :**
On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The company is still evaluation the impact of this amendment on the financial statements.

c **Amendment to Ind AS 12 – Income taxes :**
On March 30, 2019, Ministry of Corporate Affairs issued amendments to the guidance in Ind AS 12, 'Income Taxes', in connection with accounting for dividend distribution taxes.
The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.
Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Company is currently evaluating the effect of this amendment on the financial statements.

d **Amendment to Ind AS 19 – plan amendment, curtailment or settlement-**
On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements.
The amendments require an entity:
• to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and
• to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.
Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Company is still evaluating the impact of this amendment on the financial statements.

3. Critical estimates and judgements

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

The areas involving critical estimates and/or judgements are:

a Revenue recognition

The Company uses the percentage-of-completion method in accounting for its fixed-price contracts. Use of the percentage-of-completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity.

Further, the Company uses significant judgements while determining the transaction price allocated to performance obligations using the expected cost plus margin approach.

Provisions for estimated losses, if any,on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

b Income taxes

Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. The policy for the same has been explained under note 2(e).

c Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic
depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by management at the time the asset is acquired and reviewed at the end of each reporting period. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology. The policy for the same has been explained under Note 2(m).

d Provisions

Provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. The policy for the same has been explained under Note 2(n).

(All amounts in USD Thousands unless otherwise stated)

4 Property, plant and equipment

Particulars	Furniture and Fixtures	Office Equipments	Data Processing Equipments	Total
Gross carrying amount				
As at April 1, 2017	121	4	1,015	1,140
Additions	-	-	23	23
Gross carrying amount as at March 31, 2018	**121**	**4**	**1,038**	**1,163**
Accumulated Depreciation				
As at April 1, 2017	121	1	993	1,115
Depreciation during the year	-	1	22	23
Accumulated depreciation as at March 31, 2018	**121**	**2**	**1,015**	**1,138**
Net carrying amount as at March 31, 2018	**-**	**2**	**23**	**25**

Particulars	Furniture and Fixtures	Office Equipments	Data Processing Equipments	Total
Gross carrying amount				
As at April 1, 2018	121	4	1,038	1,163
Additions	-	-	-	-
Gross carrying amount as at March 31, 2019	**121**	**4**	**1,038**	**1,163**
Accumulated Depreciation				
As at April 1, 2018	121	2	1,015	1,137
Depreciation during the year	-	1	13	14
Accumulated depreciation as at March 31, 2019	**121**	**3**	**1,027**	**1,151**
Net carrying amount as at March 31, 2019	**-**	**1**	**11**	**12**

(All amounts in USD Thousands unless otherwise stated)

5 Financial assets

(a) Loans : current

(Unsecured and considered good unless otherwise stated)

Particulars	**As at March 31, 2019**	**As at March 31, 2018**
Loans to related parties [refer note 24]	3,500	2,750
Total	**3,500**	**2,750**

(b) Trade receivables

Particulars	**As at March 31, 2019**	**As at March 31, 2018**
Unsecured		
- Considered good	3,181	7,207
- Credit impaired	2,773	2,140
Less: Allowance for credit loss	(2,773)	(2,140)
Total receivables	**3,181**	**7,207**
Current portion	3,181	7,207
Non- current portion	-	-

(c) Cash and cash equivalents

Particulars	**As at March 31, 2019**	**As at March 31, 2018**
Balances with banks :		
- In current accounts	1,436	4,069
Total	**1,436**	**4,069**

(d) Other balances with banks

Particulars	**As at March 31, 2019**	**As at March 31, 2018**
Earmarked Balances with Banks :		
- Deposits having original maturity of more than three months	-	73
Total	**-**	**73**

(e) Other financial assets : Current

(Unsecured and considered good unless otherwise stated)

Particulars	**As at March 31, 2019**	**As at March 31, 2018**
Interest receivable on loans (Net of provision) (Refer Note 24)	33	8
Unbilled revenues	994	2,756
Contractually reimbursable expenses (Refer Note 24)	975	534
Claims recevable	224	-
Total	**2,226**	**3,298**

(All amounts in USD Thousands unless otherwise stated)

6 Deferred Tax Asset (net)

The components of deferred tax assets and liabilities are as follows:

Particulars	As at March 31, 2019	As at March 31, 2018
The major components of the deferred tax asset are		
Property, plant and equipment	(3)	(6)
Allowance for doubtful debts - trade receivables	85	634
Provision for expenses allowable on payment basis	460	175
Employee Stock Option Plan	29	26
Net deferred tax asset / (liability)	**571**	**829**

In assessing the realizability of deferred income tax assets, management considers whether some portion or all of the deferred income tax assets will not be realized. The ultimate realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, management believes that the company will realize the benefits of those deductible differences. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

(i) Movement in deferred tax assets

Particulars	Property, plant and equipment	Allowance for doubtful debts - trade receivables	Provision for expenses allowable on payment basis	ESOP	Total
As at April 1, 2017	**(5)**	**640**	**73**	**-**	**708**
(Charged)/credited:					
- to statement of profit and loss	(1)	(6)	102	26	**121**
As at March 31, 2018	**(6)**	**634**	**175**	**26**	**829**
(Charged)/credited:					
- to statement of profit and loss	3	(549)	285	3	**(258)**
As at March 31, 2019	**(3)**	**85**	**460**	**29**	**571**

7 Other Current assets

Particulars	As at March 31, 2019	As at March 31, 2018
Advances other than capital advances:		
- advances to employees	-	3
- advances to suppliers	241	-
Unbilled revenues	648	-
Prepaid expenses	-	51
Total	**889**	**54**

(All amounts in USD Thousands unless otherwise stated)

8 (a) Equity share capital

Particulars	As at March 31, 2019	As at March 31, 2018
Issued, subscribed and Paid up : 139 equity shares with no par value (139 shares of no par value each at March 31, 2018)	0	0
Total	**0**	**0**

(i) Reconciliation of the shares outstanding as at the beginning and at the end of the year:

Particulars	As at March 31, 2019		As at March 31, 2018	
	Nos	in USD	Nos	in USD
At the beginning of the year	139	139	139	139
Issued during the year	-	-	-	-
Outstanding at the end of the year	**139**	**139**	**139**	**139**

(ii) Details of shareholders holding more than 5% of the aggregate shares in the company

Name of shareholder	As at March 31, 2019		As at March 31, 2018	
	%	Number of shares	%	Number of shares
Zensar Technologies Inc.	100.00%	139	100.00%	139

Professional Access Limited
Notes to the financial statements as at and for the year ended March 31, 2019
(All amounts in USD Thousands unless otherwise stated)

8 (b) Movement of Reserves and surplus

Particulars	As at March 31, 2019	As at March 31, 2018
Retained earnings		
Balance as at the beginning of the year	3,087	2,889
Add: Profit for the year	(1,102)	198
Less: Dividend paid during the year	1,946	-
Balance as at the end of the year	**39**	**3,087**

Retained earnings represents Company's undistributed earnings after taxes.

9 Trade payables

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Trade payables**	11,329	12,816
Total	**11,329**	**12,816**

** Trade payables include payable to related parties (Refer note 24)

10 Other financial liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Accrued salary and benefits	369	421
Payables to Related parties	-	1,302
Total other current financial liabilities	**369**	**1,723**

Professional Access Limited
Notes to the financial statements as at and for the year ended March 31, 2019
(All amounts in USD Thousands unless otherwise stated)

11 Employee benefit obligations

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Provision for compensated absences	301	271
Total	**301**	**271**

(i) Defined contribution plans:

The Company has recognised the following amounts in the Statement of Profit and Loss:

Particulars	As at March 31, 2019	As at March 31, 2018
Contribution to Employees' Social Security Fund	449	598
Contribution to Employees' 401(K) Fund	100	99
Contribution to Employees' Medicare Fund	127	170

12 Other Current liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Unearned revenue	84	102
Advance from Customers	51	-
Total	**135**	**102**

13 (a) Income tax liabilites

Particulars	As at March 31, 2019	As at March 31, 2018
Income tax assets (net)	358	-
Income tax liabilities (net)	-	306
Net current income tax assets / (liability)	**358**	**(306)**

13 (b) Movement

The gross movement in the income tax asset / (liability) is as follows:

Particulars	As at March 31, 2019	As at March 31, 2018
Net current income tax asset / (liability) at the beginning	(306)	(1,130)
Income tax paid	133	46
Current income tax expense (refer note 20)	385	(306)
Adjustment for current tax of prior periods (refer note 20)	146	(218)
Group Relief Tax Aggregation	-	1,302
Net current income tax asset / (liability) at the end	**358**	**(306)**

(All amounts in USD Thousands unless otherwise stated)

14 Revenue from operations

Particulars	**Year ended March 31, 2019**	**Year ended March 31, 2018**
Software development and allied services	22,690	40,300
Sale of support and licenses for software applications	-	423
Total	**22,690**	**40,723**

(a) Revenue for year ended March 31, 2019

Disclosures	**Year ended March 31, 2019**	**Year ended March 31, 2018**
Software development and allied services	22,690	40,300
Sale of licenses for software applications	-	423

(b) Disaggregate revenue information

The table below presents disaggregated revenues from contracts with customers by geography, offerings and contract-type for each of our business segments.The company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of our revenues and cash flows are affected by industry, market and other economic factors.

Particulars	**AMS**
Revenue by Geography	
-America	19,395
-Europe	-
-Rest of the world	3,295
Revenue by Contract Type	
-Time and Material	13,395
-Fixed Bid/ Fixed Monthly	9,295

(c) Trade Receivables and Contract Balances

The company classifies the right to consideration in exchange for deliverables as either receivable or as unbilled revenue

A receivable is right to consideration that is unconditional upon passage of time. Revenue for time and material contracts are recognised as related service are performed. Revenue for fixed price maintenance contracts is recognised on a straight line basis over the period of contract. Revenue in excess of billing is recorded as unbilled revenue and is classified as a financial asset for these cases as right to consideration is unconditional upon passage of time.

Revenue recognition for fixed price development contracts is based on percentage of completion method. Invoicing to clients is based on milestones as defined in the contract. This would result in timing of revenue recognition being different from the timing of billing the customers. Unbilled revenue for fixed price development contracts is classified as non financial assets as the contractual right to consideration is dependent on completion of contractual milestones.

Invoicing in excess of earnings is classified as unearned revenue.

Trade receivables and unbilled revenues are presented net of impairment in Balance Sheet.

During the year ended March 31, 2019 , the company recognized revenue of $53,517 arising from opening unearned revenue as of April 1, 2018.
During the year ended March 31, 2019 , $841,018 Of unbilled revenue pertaining to fixed price contracts as of April 1, 2018 has been reclassified to Trade Receivable upon billing to customers on billing of milestones

(All amounts in USD Thousands unless otherwise stated)

(d) Performance obligations and remaining performance obligations

The remaining performance obligation disclosures provide the aggregate amount of transaction price yet to be recognized as of the end of the reporting period and an explanation as to when company expects to recognize these amounts as revenue. Applying the practical expedients as given in INDAS 115, the company has not disclosed the remaining performance obligations related disclosures where the revenue recognized corresponds directly with the value to customer of the entity's performance completed to date, typically those contracts where invoicing is on the basis of time and material basis. Remaining performance obligation are subject to change and are affected by several factors, including terminations , changes in the scope of contracts, periodic revalidations, adjustment of revenue that has not materialized and adjustments for currency.

The aggregate value of performance obligations that are completely or partially unsatisfied as of March 31, 2019 other than those meeting the exclusion criteria mentioned above, is USD 79,549. Out of this company expects to recognize the revenue of 100% within next year. This includes contracts that can be terminated for convenience without substantive penalty since, based on the current assessment the occurrence of same is expected to be remote.

(e) Impact of applying erstwhile INDAS 115 -Revenue instead of INDAS 18- Revenue from Contract with customer

The impact on account of applying the erstwhile INDAS 115 Revenue standard instead of Ind AS 18 Revenue from contract with customers on the financials results of the company for the period ended March 31, 2018 is insignificant. On account of adoption of Ind AS 115, unbilled revenues of $647,667 s at March, 2019 has been considered as a Non financial asset.

15 Other income

Particulars	**Year ended March 31, 2019**	**Year ended March 31, 2018**
Interest Income from financial assets - Carried at amortised cost		
Interest on loan to Parent Company	109	8
Provisions no longer required and credit balances written back	418	235
Miscellaneous Income	274	0
Net foreign exchange gain / (loss)	(3)	(7)
- Others	-	0
Total	**798**	**236**

16 Employee benefits expense

Particulars	**Year ended March 31, 2019**	**Year ended March 31, 2018**
Salaries, wages and bonus	6,838	10,272
Contribution to provident and other funds (Refer note 2 (o))	676	867
Employee share-based payment expense (net of recoveries)	12	(63)
Staff welfare expenses	399	663
Total	**7,925**	**11,739**

(All amounts in USD Thousands unless otherwise stated)

17 Finance Costs

Particulars	**Year ended March 31, 2019**	**Year ended March 31, 2018**
Bank charges	5	9
Total	**5**	**9**

18 Depreciation and amortisation expense

Particulars	**Year ended March 31, 2019**	**Year ended March 31, 2018**
Depreciation of Property, plant and equipment	14	23
Total	**14**	**23**

19 Other expenses

Particulars	**Year ended March 31, 2019**	**Year ended March 31, 2018**
Rent	1	12
Rates and taxes	13	52
Travelling and conveyance	655	773
Recruitment expenses	60	92
Repairs and maintenance to :		
-Data Processing Equipments	3	21
-Building	-	1
-Others	23	66
Legal and professional charges	156	324
Communication expenses	114	198
General Office expenses	1	0
Advertisement and publicity	17	30
Allowance for doubtful trade receivables		
- Provided during the year	1,500	1,675
- Bad debts written off	867	1,187
- Less: Reversed during the year	867	1,087
	1,500	**1,775**
Miscellaneous expenses	11	25
Total	**2,554**	**3,369**

19 (a) Details of payments to auditors

Particulars	**Year ended March 31, 2019**	**Year ended March 31, 2018**
As auditors :		
- Audit Fees	9	30
Total	**9**	**30**

(All amounts in USD Thousands unless otherwise stated)

20 Tax expense

This note provides an analysis of Company's income tax expense, shows amounts that are recognised directly in equity and how the tax expense is affected by non- assessable and non-deductible items. It also explains significant estimates made in relation to Company's tax positions

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Income tax expense		
Current Tax		
Current tax on profits for the year	(385)	306
Adjustment for current tax of prior periods	(146)	218
Total current tax expense	**(531)**	**524**
Deferred tax		
Decrease / (increase) in deferred tax assets	258	(121)
(Decrease) / increase in deferred tax liabilities	-	-
Total deferred tax expense / (benefit)	**258**	**(121)**
Income tax expense	**(273)**	**403**

(ii) Reconciliation of tax expense and the accounting profit multiplied by statutory tax rate in USA:

Particulars	For the Year ended March 31, 2019	For the Year ended March 31, 2018
Profit before taxes	(1,375)	601
Enacted income tax rate in USA	21.00%	30.75%
Computed expected tax expenses	**(289)**	**185**
Effect of income exempt from tax	-	9
Effect of non deductible expenses	9	15
Changes in unrecognized deferred tax assets (net)	-	(121)
Income taxed at higher/(lower) rates	(17)	81
Income tax relating to prior years	(146)	218
Others	170	16
	(273)	**403**

(All amounts in USD Thousands unless otherwise stated)

21 Fair value measurements

Financial instruments by category:

Particulars	As At March 31, 2019		As At March 31, 2018	
	Amortised cost	Total	Amortised cost	Total
Financial assets				
Loans	3,500	3,500	2,750	2,750
Trade receivables	3,181	3,181	7,207	7,207
Cash and cash equivalents	1,436	1,436	4,069	4,069
Other bank balances	-	-	73	73
Unbilled revenue	994	994	2,756	2,756
Others	1,231	1,231	542	542
Total financial assets	**10,342**	**10,342**	**17,397**	**17,397**
Financial liabilities				
Borrowings		-		-
Trade payables	11,329	11,329	12,816	12,816
Other financial liabilities	369	369	1,723	1,723
Total financial liabilities	**11,698**	**11,698**	**14,539**	**14,539**

22 Capital management

Risk management
The Company's capital comprises equity share capital, share premium, retained earnings and other equity attributable to equity holders.

The Company's objectives when managing capital are to :
- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.
The Company monitors capital using gearing ratio, which is net debt divided by total capital plus net debt. Net debt comprises of long term and short term borrowings less cash and bank balances. Equity includes equity share capital and reserves that are managed as capital.

No changes were made in the objectives, policies or processes for managing capital of the Company during the current and previous year.

(All amounts in USD Thousands unless otherwise stated)

23 Financial risk management

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the Company is foreign exchange risk. The Company's exposure to credit risk, excluding receivables from related parties, is influenced mainly by the individual characteristic of each customer and the concentration of risk from the top few customers. The demographics of the customer including the default risk of the industry and country in which the customer operates also has an influence on credit risk assessment.

(a) Market Risk

(i) Sensitivity - Interest rate risk exposure

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

	Impact on profit after tax	
	March 31, 2019	**March 31, 2018**
Interest rates - increase by 50 basis points (50 bps)	-	-
Interest rates - decrease by 50 basis points (50 bps)	-	-

(ii) Foreign currency risk

The Company's exposure to foreign currency risk as of March 31, 2019 expressed in USD, is as follows:

Particulars	**As at March 31, 2019**				
	EUR	**GBP**	**PLN**	**Other currencies**	**Total**
Financial assets					
Cash and cash equivalents	-	-	-	-	-
Trade receivables	-	-	-	-	-
Other assets	-	-	-	-	-
Financial liabilities					
Trade payables	-	24			24
Accrued expenses	-	-	-	-	-
Employee benefit obligations	-	-	-	-	-
Other liabilities	-	-	-	-	-
Net assets / (liabilities)	**-**	**(24)**	**-**	**-**	**(24)**

(b) Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to USD 3,180 thousands and USD 7,207 thousands as of March 31, 2019 and March 31, 2018, respectively and unbilled revenue amounting to USD 1,642 thousands and USD 2,756 thousands as of March 31, 2019 and March 31, 2018, respectively. Trade receivables and unbilled revenue are typically unsecured and are derived from revenue earned from customers located in the United States. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of IND AS 109, the Company uses expected credit loss model to assess impairment loss or gain. The company uses a matrix to compute the expected credit loss allowance for trade receivables and unbilled revenue. The provision matrix takes into account available external and internal credit risk factors and company's historical experience for customers.

ba The following table gives details in respect of percentage of revenues generated from top customer and top five customers, other than related parties:

Particulars	**Year ended March 31, 2019**	**Year ended March 31, 2018**
Revenue from top customer	28.3%	23.8%
Revenue from top five customers	72.2%	77.1%

(All amounts in USD Thousands unless otherwise stated)

bb The allowance for life time expected credit loss on customer balances for the year ended March 31, 2019 and March 31, 2018 was USD 2,773 thousands and USD 2,140 thousands , respectively. The increase of allowance for life time expected credit gain on customer balances for the year ended March 31, 2019 was USD 633 thousands and USD 588 thousands for the year ended March 31, 2018

	March 31, 2019	March 31, 2018
Balance at the beginning of the year	**2,140**	**1,552**
Translation differences	-	-
Allowance for doubtful debts	1,500	1,675
Write offs	867	1,087
Balance at the end	**2,773**	**2,140**

The Company's credit period generally ranges from 30-60 days

	March 31, 2019	March 31, 2018
Trade receivables	3,181	7,207
Unbilled revenues	1,641	2,756
Days sales outstanding - DSO (days)	78	89

bc Credit risk on cash and cash equivalents is limited as the Company generally invests in deposits with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investment in liquid mutual fund units.

(c) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's corporate treasury department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As of March 31, 2019, cash and cash equivalents are held with major banks and financial institutions.

ca The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts include estimated interest payments and exclude the impact of netting agreements, if any.

	As at March 31, 2019				
	Contractual cash flows				
	Carrying value	Less than 1 year	1-2 years	2-4 years	Total
Borrowings	-	-	-	-	-
Trade payables	11,329	11,329	-	-	11,329
Other liabilities	369	369	-	-	369

Particulars	As at March 31, 2018				
	Contractual cash flows				
	Carrying value	Less than 1 year	1-2 years	2-4 years	Total
Borrowings	-	-	-	-	-
Trade payables	12,816	12,512	304	-	12,816
Other liabilities	1,723	1,723	-	-	1,723

24 Related party disclosures

A List of related parties

Zensar Technologies Limited	Ultimate Parent Company
Zensar Technologies, Inc.	Holding Company
Zensar Technologies (Singapore) Pte. Limited	Fellow Subsidiary
Zensar Technologies (Shanghai) Company Limited	Fellow Subsidiary
Zensar Technologies (UK) Limited	Fellow Subsidiary
PSI Holding Group, Inc	Fellow Subsidiary
Zensar Technologies IM Inc.	Fellow Subsidiary
Zensar Technologies IM B.V.	Fellow Subsidiary
Zensar (Africa) Holdings (Pty) Ltd	Fellow Subsidiary
Zensar (South Africa) Proprietary Limited	Fellow Subsidiary
Foolproof Limited	Fellow Subsidiary
Knit Limited	Fellow Subsidiary
Foolproof (SG) Pte Limited	Fellow Subsidiary
Keystone Logic Inc., USA	Fellow Subsidiary
Zensar Info Technologies (Singapore) Pte. Ltd.	Fellow Subsidiary
Zensar IT Services Limited	Fellow Subsidiary
Zensar Information Technologies Limited	Fellow Subsidiary
Zensar Software Technologies Limited	Fellow Subsidiary
Cynosure Interface services Private Limited	Fellow Subsidiary
Cynosure Inc.	Fellow Subsidiary
Cynosure APAC Pty. Ltd.	Fellow Subsidiary
Indigo Slate Inc.	Fellow Subsidiary
Keystone Logic Mexico S. DE RL DE CV	Fellow Subsidiary
Keystone Technologies Mexico S. DE RL DE C.V.	Fellow Subsidiary
Zensar Advanced Technologies Limited - Refer note 1	Fellow Subsidiary

(ii) Key Management Personnel

Name	Designation
Sandeep Kishore	Chief Executive Officer and Managing Director
Sunil Bhatla	Director

(iii) Entities where Key management personnel either have significant influence or are members of key management personnel of that entity:

Name	Nature
RPG Enterprises Harrisons Malayalam Limited KEC International Limited Raychem RPG Limited RPG Life Sciences Limited RPG Foundation CEAT limited	Entities where key management personnel have significant influence

(iv) Entities controlled or jointly controlled by the key management personnel of the company:

None

Note 1. Zensar Advanced Technologies Limited (company's 100% subsidiary in Japan), has been voluntarily liquidated as per the local laws in Japan. Zensar Technologies Limited has written off the investment from the books of accounts during the year.

Professional Access Limited
Notes to the financial statements as at and for the year ended March 31, 2019
(All amounts in USD Thousands unless otherwise stated)

24 Related party disclosures

B Transactions with Related Parties

Description of the Nature of the Transaction	Volume of transactions during the year ended		Amount Outstanding as on			
			March 31, 2019		March 31, 2018	
	March 31, 2019	March 31, 2018	Receivable	Payable	Receivable	Payable
A. Receipt of Software and other services						
1. Ultimate Holding Company:						
Zensar Technologies Limited	12,958	20,739		10,414		10,266
2 . Rendering of Other Services (Finder Fee's)						
Zensar Technologies Limited	55	64		-		47
Total Receipt of Software & other services	**13,013**	**20,803**		**10,414**		**10,313**
B. Reimbursement of expenses by the Company (Payable)						
Zensar Technologies Limited	272	278		16		179
Zensar Technologies Inc.	856	3,005		53		1,644
Zensar Technologies (UK) Limited	108	167		24		167
Zensar Technologies IM Inc.	152	276		9		36
Keystone Logic Inc., USA	-	3		-		3
Total Reimbursement of expenses by the Company	**1,388**	**3,729**		**102**		**2,029**
C. Reimbursement of expenses to the Company (Receivable)						
Zensar Technologies Limited	-	0	2		2	
Zensar Technologies Inc.	2,480	2,752	921		496	
Keystone Logic Inc., USA	727	37	52		37	
Total Reimbursement of expenses to the Company	**3,207**	**2,789**	**975**		**535**	
D. Loans granted/ (repaid)						
Zensar Technologies Inc.	750	2,750	3,500		2,750	
Total Loan granted/ (repaid)	**750**	**2,750**	**3,500**		**2,750**	
E. Interest Income						
Zensar Technologies Inc.	109	8	33		8	
Total Interest Income	**109**	**8**	**33**		**8**	
E. Remuneration to Key Management Personnel	-	-	-	-	-	-
F. Dividend Paid						
Zensar Technologies Inc.	1,946	-	-	-	-	-
Total Dividend paid	**1,946**	-	-	-	-	-

Professional Access Limited

Notes to the financial statements as at and for the year ended March 31, 2019
(All amounts in USD Thousands unless otherwise stated)

25 Earnings per share

Particulars	**For the year ended March 31, 2019**	**For the year ended March 31, 2018**
Profit after tax (in USD)	(1,101,919)	198,373
Weighted average equity shares outstanding during the year (in nos.)	139	139
Earning per share (Basic and Diluted) (in USD)	(7,927)	1,427

26 Segment reporting

The company is mainly engaged in the business of providing E-Commerce Implementation on ATG Platform. As the company is engaged in only one operating segment, the balance sheet as at 31st March, 2019 and Statement of Profit and Loss for the year pertain to only one operating segment.

For and on behalf of the Board of Directors of

Professional Access Ltd.

Director

Director

Place:

Date: