PSI Holding Group Inc.
Balance Sheet
(All amounts in USD Thousand, unless otherwise stated)

Balance Sheet as at	Notes	As at March 31, 2019	As at March 31, 2018
Assets			
Non-current assets			
Financial assets			
i. Investments	4 (a)	3,360	3,640
Income tax assets (net)	7	2	-
Total non-current assets		3,362	3,640
Current assets			
(a) Financial assets			
i. Trade receivables	4 (b)	588	588
Total current assets		588	588
Total assets		**3,950**	**4,228**
Equity and liabilities			
Equity			
(a) Equity share capital	5 (a)	0	0
(b) Other equity			
i. Reserves and surplus	5 (b) & (c)	548	558
ii. Other components of equity	5 (d) & (e)	2,654	3,640
Total equity		3,202	4,198
Liabilities			
Non-current liabilities			
(a) Deferred tax liabilities (net)	6	706	-
Total non-current liabilities		706	-
Current liabilities			
(a) Financial liabilities			
i. Trade payables	6	10	-
iii. Other financial liabilities	5 (f)	32	-
(b) Income tax liabilities (net)	7	-	30
Total current liabilities		42	30
Total liabilities		748	30
Total equity and liabilities		**3,950**	**4,228**

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
PSI Holding Group Inc.

Partner
Place:
Date:

Director

Director

Place:
Date:

PSI Holding Group Inc.
Statement of Profit and Loss
(All amounts in USD Thousand, unless otherwise stated)

Statement of Profit and Loss for the	**Notes**	**Year ended March 31, 2019**	**Year ended March 31, 2018**
Income			
(a) Other income	8	-	55
Total income		**-**	**55**
Expenses			
(a) Other expenses	9	10	-
Total expenses		**10**	**-**
Profit / (Loss) before tax		**(10)**	**55**
Tax expense			
(a) Current tax	10	-	30
Total tax expense		-	30
Profit / (Loss) for the year		**(10)**	**25**
Other comprehensive income/ (loss)			
I) (a) **Items that will not be reclassified to profit or loss**			
- Change in fair value of equity instruments		(280)	10
(b) Income tax relating to items that will not be reclassified to profit or loss	6	(706)	-
		(986)	10
II) (a) **Items that will be reclassified to profit or loss**		-	-
Other comprehensive income/ (loss) for the year, net of tax		**(986)**	**10**
Total comprehensive income/ (loss) for the year		**(996)**	**35**
Earnings per share - [nominal value per share US$ 0.1 (March 31, 2019: US$ 0.1)]			
- Basic and Diluted - in USD		(0.10)	0.25

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

For Deloitte Haskins & Sells LLP
Chartered Accountants

Hemant M. Joshi
Partner
Place: Pune
Date:

For and on behalf of the Board of Directors of
PSI Holding Group Inc.

Navneet Khandelwal
Director

Sandeep Kishore
Director

Place:
Date:

PSI Holding Group Inc.
Statement of changes in equity
(All amounts in USD Thousand, 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
0	-	0
Balance as at April 1, 2018	**Changes in equity share capital during the year**	**Balance as at March 31, 2019**
0	-	0

Particulars	Notes	Reserves and Surplus	Other components of equity	Total
		Retained earnings	Equity instrument through other comprehensive	
Balance as at April 1, 2017		**533**	**3,630**	**4,163**
Profit for the year	5 (c)	25	-	**25**
Movement in fair value of investments	5 (e)	-	10	**10**
Total comprehensive income for the year		**25**	**10**	**35**
Balance as at March 31, 2018		**558**	**3,640**	**4,198**
Profit for the year	10 (c)	(10)	-	**(10)**
Change in fair value of equity instruments (net of tax)		-	(986)	**(986)**
Total comprehensive income for the year		**(10)**	**(986)**	**(996)**
Balance as at March 31, 2019		**548**	**2,654**	**3,202**

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
PSI Holding Group Inc.

Director Director

Partner
Place: Pune
Date:

Place:
Date:

PSI Holding Group Inc.
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**	
Profit before taxation		(10)		55
Adjustments for:				
Sundry balances written back	-	-	(55)	(55)
Operating profit before working capital changes		**(10)**		**-**
Change in operating assets and liabilities				
(Increase)/ decrease in trade receivables	-		-	
(Increase)/ decrease in other current financial assets	-		-	
(Increase)/ decrease in other current assets	-		-	
Increase/ (decrease) in trade payables	10		-	
Increase/ (decrease) in current provisions	-		-	
		10		-
Cash generated from operations		-		-
Net cash flow from operating activities		**-**		**-**
Net cash flow from investing activities		**-**		**-**
Net cash flow from financing activities		**-**		**-**
Net increase/(decrease) in cash and cash equivalents		**-**		**-**
Cash and cash equivalents at the beginning of the year		-		-
Cash and cash equivalents at the end of the year		-		-

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.

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

Partner
Place: Pune
Date:

Director　　Director

Place:
Date:

PSI Holding Group Inc.

Notes accompanying the financial statements as at and for the year ended March 31, 2019

1. Background

PSI Holding Group, Inc. is a company for holding investments in entities, namely Zensar Technologies IM Inc. (Erstwhile Akibia, Inc.), Zensar Technologies IM B.V. (Erstwhile Akibia BV) and Aquila Technology Corporation.

The financial 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. Basis of preparation

(i) 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.

(ii) 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;
- defined benefit plans - plan assets measured at fair value;
- share- based payments and
- assets and liabilities arising in a business combination

(iii) 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.

b. 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 US Dollar (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), except when deferred in other comprehensive income as qualifying cash flow hedges.

- A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity's net investment in that foreign operation.

- Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs.

- 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).

c 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 it relates to a business combination, or 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.

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.

d 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.

e 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.

f 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.

g Investments and 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. For investments in debt instruments, this will depend on business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through 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 (FVTOCI):

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) Investments in subsidiaries: The Company has accounted for its investment in subsidiaries at cost.

h 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, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

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

(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. The amounts are unsecured and are usually paid within 30 days of recognition. 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.

j 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.

k 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.

l 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.

m 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.

m Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to nearest thousands, unless otherwise stated.

n Recent accounting pronouncements

(i) Ind AS 116 Leases:

On March 30,2019, Ministary 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.

(ii) 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 standalone financial statements.

(iii) 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 standalone 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 Income taxes

Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

b 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(j).

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

4 Financial assets

(a) Non-current investments

Particulars	As at March 31, 2019	As at March 31, 2018
Investment carried at Fair Value through Other Comprehensive Income (FVTOCI)		
Investment in equity instruments - Unquoted		
1,000 (March 31, 2018: USD 1,000) Equity Shares of USD 0.01 each in Aquila Technology Corporation	3,360	3,640
Total	**3,360**	**3,640**

(b) Trade receivables

(Unsecured, considered good unless otherwise stated)

Particulars	As at March 31, 2019	As at March 31, 2018
Considered good (Refer note 13)	588	588
Credit impaired	-	-
	588	**588**
Less: Allowance for credit loss	-	-
Total trade receivables	**588**	**588**

5 (a) Equity share capital

	As at March 31, 2019	As at March 31, 2018
Issued, subscribed and Paid up : 100 equity shares of USD 0.01 each (100 shares of USD 0.01 each at March 31, 2018)	0	0
Total equity share capital	**0**	**0**

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

5 (b) Reserves and surplus:

Particulars	As at March 31, 2019	As at March 31, 2018
Retained earnings	548	558
Total reserves and surplus	**548**	**558**

5 (c) 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	558	533
Add: Profit / (Loss) for the year	(10)	25
Balance as at the end of the year	**548**	**558**

5 (d) Other components of equity

Particulars	As at March 31, 2019	As at March 31, 2018
Equity instrument through other comprehensive income	2,654	3,640
Total other components of equity	**2,654**	**3,640**

5 (e) Movement of other components of equity

Particulars	As at March 31, 2019	As at March 31, 2018
Equity instrument through other comprehensive Income		
Balance as at the beginning of the year	3,640	3,630
Change in fair value of equity instruments	(280)	10
Tax Impact	(706)	-
Balance as at the end of the year	**2,654**	**3,640**

5 (f) Other financial liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Other reimbursable expenses (refer note 13)	32	-
Total other current financial liabilities	**32**	**-**

(All amounts in USD thousands, unless otherwise stated)

6 Deferred tax liabilities (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 liability are		
Fair Value change in Aquila Technology Corp.	706	-
	706	**-**
Net deferred tax asset / (liability)	**(706)**	**-**

In assessing the realisability 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.

In the absence of reasonable certainty supported by convincing evidence that sufficient taxable income will be available against which deferred tax assets can be realised, Company has not recognised Deferred Tax Assets on tax losses.

(i) Movement in deferred tax liabilities

Particulars	Fair Value change in Aquila Technology Corp.	Total
As at March 31, 2017	**-**	**-**
Charged/(credited):		
- to statement of profit and loss	-	**-**
- to other comprehensive income	-	**-**
As at March 31, 2018	**-**	**-**
Charged/(credited):		**-**
- to statement of profit and loss	-	**-**
- to other comprehensive income	706	**706**
As at March 31, 2019	**706**	**706**

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

7 Trade payables

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Trade payables to related parties [refer note 11]	10	-
Total	**10**	**-**

8 Income taxes

Particulars	As at March 31, 2019	As at March 31, 2018
Income tax assets (net)	2	-
Income tax liabilities (net)	-	30
Net current income tax assets / (liability)	**2**	**(30)**

9 Other Income

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Sundry balances written back	-	55
Total other income	**-**	**55**

10 Other Expenses

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Corporate Overheads	10	-
Total other income	**10**	**-**

11 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	-	30
Adjustment for current tax of prior periods	-	-
Total tax expense	**-**	**30**

PSI Holding Group Inc.
Notes to the financial statements as at and for the year ended March 31, 2019
(All amounts in USD thousands, unless otherwise stated)

12 Fair value measurements

Financial instruments by category:

Particulars	As at March 31, 2019					As at March 31, 2018				
	FVTPL	**FVTOCI**	**Derivative financial assets**	**Amortised cost**	**Total**	**FVTPL**	**FVTOCI**	**Derivative financial assets**	**Amortised cost**	**Total**
Financial assets										
Investments:										
- equity instruments	-	3,360	-	-	3,360	-	3,640	-	-	3,640
Trade receivables	-	-	-	588	588	-	-	-	588	588
Total financial assets	**-**	**3,360**	**-**	**588**	**3,948**	**-**	**3,640**	**-**	**588**	**4,228**
Financial liabilities										
Trade payables	-	-	-	10	10	-	-	-	-	-
Other financial liabilities	-	-	-	32	32	-	-	-	-	-
Total financial liabilities	**-**	**-**	**-**	**42**	**42**	**-**	**-**	**-**	**-**	**-**

(i) Fair value hierarchy:

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are
(a) recognised and measured at fair value, and
(b) measured at amortised cost and for which fair values are disclosed in the financial statements.
To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Financial assets and liabilities measured at fair value - recurring fair value measurements At March 31, 2019	**Notes**	**Level 1**	**Level 3**	**Total**
Financial assets				
Financial investments at FVTOCI				
Equity instruments	4 (a)	0	3,360	3,360
Total financial assets		**0**	**3,360**	**3,360**

Financial assets and liabilities measured at fair value - recurring fair value measurements At March 31, 2018	**Notes**	**Level 1**	**Level 3**	**Total**
Financial assets				
Financial investments at FVTOCI				
Equity instruments	4 (a)	0	3,640	3,640
Total financial assets		**0**	**3,640**	**3,640**

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchange is valued using the closing price as at the reporting period.

Level 2: Fair value of financial instruments that are not traded in an active market (for example, traded bonds, over the counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument as observable,

Level 3: If one or more of the significant inputs is not based on observable data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification assets.

(ii)

As per Ind AS 107 "Financial Instrument: Disclosure", fair value disclosures are not required when the carrying amounts reasonably approximate the fair value. Accordingly fair value disclosures have not been made for the following financial instruments:-

1.Trade receivables
2. Other reimbursable expenses
4.Trade payables
5. Payable to related parties

(All amounts in USD thousands, unless otherwise stated)

13 Related party disclosures

A List of related parties

(i) List of subsidiaries

Name	Country of Incorporation	Relationship
Zensar Technologies Limited	United States of America	Ultimate Holding Company
Zensar Technologies, Inc.	United States of America	Holding Company
Zensar Technologies IM Inc.	United States of America	Subsidiary
Zensar Technologies IM B.V.	Netherlands	Subsidiary
Zensar Technologies (Singapore) Pte. Limited	Singapore	Fellow Subsidiary
Zensar (Africa) Holdings Proprietary Limited	South Africa	Fellow Subsidiary
Zensar Technologies (Shanghai) Company Limited	China	Fellow Subsidiary
Zensar Technologies (UK) Limited	United Kingdom	Fellow Subsidiary
Professional Access Limited	United States of America	Fellow Subsidiary
Foolproof Limited	United Kingdom	Fellow Subsidiary
Flow Interactive Limited	United Kingdom	Fellow Subsidiary
Knit Limited	United Kingdom	Fellow Subsidiary
Foolproof (SG) Pte Limited	Singapore	Fellow Subsidiary
Zensar (South Africa) Proprietary Limited	South Africa	Fellow Subsidiary
Keystone Logic Inc.	United States of America	Fellow Subsidiary
Zensar Information Technologies Limited	India	Fellow Subsidiary
Zensar Software Technologies Limited	India	Fellow Subsidiary
Zensar IT Services Limited	India	Fellow Subsidiary
Cynosure Inc.	United States of America	Fellow Subsidiary
Cynosure Interface Services Private Limited	India	Fellow Subsidiary
Indigo Slate Inc.	United States of America	Fellow Subsidiary
Keystone Logic Mexico, S. DE R.L. DE C.V.	Mexico	Fellow Subsidiary
Keystone Technologies Mexico, S. DE R.L. DE C.V.	Mexico	Fellow Subsidiary

(ii) Key Management Personnel

Name	Designation
Sandeep Kishore	Chief Executive Officer and Managing Director
Navneet Khandelwal	Director

B Transactions with Related Parties

Sr. No.	Particulars	Volume of transactions during		Amount outstanding as on			
		March 31, 2019	March 31, 2018	March 31, 2019		March 31, 2018	
				Receivable	Payable	Receivable	Payable
A.	**Rendering of software services**						
(i)	Zensar Technologies IM Inc.	-	-	585	-	585	-
(ii)	Zensar Technologies IM B.V.	-	-	3	-	3	-
	Total of Rendering of software services	**-**	**-**	**588**	**-**	**588**	**-**
B.	**Tax relief to group companies /Reimbursements of expenses incurred**						
(i)	Zensar Technologies, Inc.	29	3	-	32	-	3
(ii)	Zensar Technologies IM Inc.	10	-	-	10	-	-
	Total of Tax relief to group companies	**39**	**3**	**-**	**42**	**-**	**3**

C Remuneration to Key Managerial Personnel

NIL

14 Capital management

(a) 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.

As Company's cash and bank balances are higher than net debt, hence the ratio is not applicable.

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

(b) Segment reporting

As the company does not have any income from operations , the disclosure in regard to segment is not given.

For and on behalf of the Board of Directors of
PSI Holding Group Inc.

Director | Director

Place:
Date: