



Independent Auditors' Report on the Special Purpose Financial Information

**To the members of
Route Mobile Arabia Telecom**

Opinion

1. We have audited the accompanying special purpose financial information of **Route Mobile Arabia Telecom** ('the Company'), which comprise the balance sheet as of 31st March 2022 and the statement of profit and loss (including other comprehensive income), the statement of changes in equity, and the related notes to the financial statements (together hereinafter referred to as 'special purpose financial information').
2. In our opinion, the accompanying special purpose financial information for the year ended 31st March 2022, has been prepared, in all material respects, in accordance with the basis of accounting specified in note 1 to the special purpose financial information.

Basis for Opinion

3. We conducted our audit in accordance with International Standards on Auditing (ISAs) subject to the materiality specified in the audit instructions as described further in paragraph 10 below. Our responsibilities under those standards are further described in the 'Auditor's Responsibilities' section of our report. We are independent of the Group in accordance with the Code of Ethics for Professional Accountants issued by the International Ethics Standards Board for Accountants ('IESBA Code of Ethics') and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Basis of accounting and Restriction on Use and Distribution

4. We draw attention to note 1 to the special purpose financial information which describes the basis of accounting for the aforesaid special purpose financial information. The special purpose financial information has been prepared by the Management solely for the limited purpose to enable its ultimate holding company, Route Mobile Limited, to prepare its financial statements for the years ended 31st March 2022, and therefore, it may not be suitable for another purpose. This report is issued solely for the aforementioned purpose and intended only for the use by the management of the Group and the statutory auditors of the ultimate holding company in relation to the audit of financial statements of the ultimate holding company, and accordingly, should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

Responsibilities of Management and Those Charged with Governance for the special purpose financial information

5. Management is responsible for the preparation of the special purpose financial information in accordance with the basis of accounting specified in note 1 to the special purpose financial information and for such internal control as management determines is necessary to enable the preparation of special purpose financial information that are free from material misstatement, whether due to fraud or error.
6. In preparing the special purpose financial information, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
7. Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the special purpose financial information

8. Our objectives are to obtain reasonable assurance about whether the special purpose financial information as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these special purpose financial information.
9. As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the special purpose financial information, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the special purpose financial information or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



- Evaluate the overall presentation, structure and content of the special purpose financial information, including the disclosures, and whether the special purpose financial information represent the underlying transactions and events in a manner of the basis of accounting specified in note 1 to the special purpose financial information.

As requested by the group auditor in their audit instructions of the Company, dated 15th April 2022, we have planned and performed our audit using the materiality level specified in their audit instructions, which is different from the materiality level that we would have used, had we been designing the audit to express an opinion on the special purpose financial information alone. We communicate with the management regarding, among other matters, the planned scope and timing of the audit and significant audit findings that we identify during our audit.

For **Ramanand & Associates**

(Chartered Accountants)

FRN No. 117776W




Ramanand Gupta
Partner

(Membership No. 103975)

UDIN: 22103975AIXAUJ9585

Place: Mumbai

Date: 13th May, 2022

Route Mobile Arabia Telecom
Balance sheet as at 31st March 2022
(Amount in SAR, except otherwise stated)

Particulars	Note	As at 31.03.2022 (Audited)
Assets		
Non-current assets		
Property, plant and equipment	2	11,108
		11,108
Current assets		
Financial assets		
Cash and cash equivalents	3	9,40,684
Other current financial assets	4	16,743
Other current assets	5	15,575
		9,73,002
		9,84,110
Equity and liabilities		
Equity		
Equity share capital	6	50,000
Other equity	7	-1,30,923
		-80,923
Current liabilities		
Financial liabilities		
Other financial liabilities	8	10,61,708
Current provisions	9	920
Other current liabilities	10	2,405
		10,65,032
		9,84,110

Significant accounting policies and other explanatory information

1-20

As per our report of even date attached

For Ramanand & Associates

Chartered Accountants

Firm Reg No. : 117776W


Ramanand G. Gupta
Partner

M.N.:103975

Place : Mumbai

Date : 13/5/2022

UDIN : 22103975AIXAUJ9585



For and on behalf of the Route Mobile Arabia Telecom


Sandipkumar Gupta
Manager



Route Mobile Arabia Telecom

Statement of profit and loss for the period ended 31st March 2022

(Amount in SAR, except otherwise stated)

	Notes	Year ended 31.03.2022
IV. Expenses		
Employee benefit expenses	11	95,545
Finance costs	12	1,799
Depreciation expense	13	719
Other expenses	14	32,860
Total expenses		1,30,923
V. Profit / (loss) for the period (III-IV)		-1,30,923
Earning / (loss) per equity share	19	
Basic and diluted (in SAR)		-2.62
Face value per share (in SAR)		1.00

Significant accounting policies and other explanatory information

1-20

For Ramanand & Associates

Chartered Accountants

Firm Reg No. : 117776W



Ramanand G. Gupta

Partner

M.N.:103975

Place : Mumbai

Date : 13/05/2022

UDIN : 22103975AIXAUJ9585



For and on behalf of the Route Mobile Arabia Telecom


Sandipkumar Gupta
Manager



Route Mobile Arabia Telecom

Cash flow statement for the half year ended 31st March 2022

(Amount in SAR, except otherwise stated)

Year ended
31 March 2022

A. Cash flows from operating activities	
Profit before tax	-1,30,923
Adjustments for:	
Depreciation expense	719
Operating profit before working capital changes	-1,30,204
Changes in working capital:	
Adjustments for (increase) / decrease in operating assets:	
Other current financial assets	(16,743)
Other current assets	(575)
Adjustments for increase / (decrease) in operating liabilities:	
Other financial liabilities	34,608
Current Provisions	920
Other current liabilities	2,405
Cash generated from operating activities	20,614
Net income tax refund / (paid)	-
Net cash generated from operating activities (A)	(1,09,590)
B. Cash flows from investing activities	
Capital expenditure on property, plant and equipment, including capital advances	
Fixed Assets Purchase	(11,827)
Net cash generated from / (used in) investing activities (B)	(11,827)
C. Cash flows from financing activities	
Share Capital introduced by Route Mobile Limited	35,000
loans taken from related parties	10,27,100
Net cash generated used in investing activities (C)	10,62,100
Net increase / (decrease) in cash and cash equivalents (A+B+C)	9,40,684
Cash and cash equivalents at the beginning of the period	-
Cash and cash equivalents as at the end of the year	9,40,684
Components of Cash and Cash Equivalents:	
Cash on hand	-
Balances with banks	
- in current accounts	4,40,684
- in deposit accounts with maturity upto 3 months	5,00,000
Total	9,40,684

Notes:

The above Cash Flow Statement has been prepared under "Indirect Method" as set out in Indian Accounting Standard - 7 on "Cash Flow Statements" notified under Section 133 to the Companies Act, 2013.

For Ramanand & Associates

Chartered Accountants

Firm Reg No. : 117776W

Ramanand G. Gupta

Partner

M.N.:103975

Place : Mumbai

Date : 13/05/2022

UDIN : 22103975AIXAUJ9585



For and on behalf of the Route Mobile Arabia

Sandipkumar Gupta
Manager



Route Mobile Arabia Telecom**Statement of Changes in Equity for the period ended 31st March 2022**

(Amount in SAR, except otherwise stated)

Equity share capital

Particulars	Number of shares	Amount
As at 31 March 2021		-
Changes during the year	50,000	50,000
As at 31 March 2022	50,000	50,000

Other equity

Particulars	Reserve & Surplus - Retained earnings
Closing balance as at 31 March 2021	-
Profit for the year	(1,30,923)
Closing balance as at 31 March 2022	(1,30,923)

Significant accounting policies and other explanatory information 1 to 22

This is the Statement of Changes in Equity referred to in our report of even date.

For Ramanand & Associates

Chartered Accountants

Firm Reg No. : 117776W



Ramanand G. Gupta

Partner

M.N.:103975

Place : Mumbai

Date : 13/05/2022

UDIN : 22103975AIXAUJ9585



For and on behalf of the Route Mobile Arabia Telecom



Sandipkumar Gupta

Manager



Route Mobile Arabia Telecom

Summary of significant accounting policies and other explanatory information for the period ended 31st March 2022

(Amount in SAR, except otherwise stated)

2 Property, plant and equipment

Particulars	Furniture	Computers	Total
Gross block			
Balance as at 31 March 2021			
Additions	9,028	2,799	11,827
Disposals			-
Balance as at 31 March 2022	9,028	2,799	11,827
Accumulated depreciation			
Balance as at 31 March 2021			-
Depreciation charge	427	291	719
Disposals			
Balance as at 31 March 2022	427	291	719
Net block			
Balance as at 31 March 2021			
Balance as at 31 March 2022	8,600	2,508	11,108



Route Mobile Arabia Telecom

Summary of significant accounting policies and other explanatory information for the period ended 31 March
(Amount in SAR, except otherwise stated)

	As at March 2022	31
Cash and bank balances		
3 Cash and cash equivalents		
Cash on hand	-	
Balances with banks:		
- in current account	4,40,684	
- in deposit accounts with maturity upto 3 months	5,00,000	
	<u>9,40,684</u>	
4 Other current financial assets		
Accrued Interest	-	
Prepaid Expenses	16,743	
	<u>16,743</u>	
5 Other current assets		
Advances to related party**(refer note 27)	15,000	
Advance to Suppliers	575	
	<u>15,575</u>	

**Amount due from companies in which directors of the Company are directors:



Route Mobile Arabia Telecom

Summary of significant accounting policies and other explanatory information for the period ended 31 March 2022

(Amount in SAR, except otherwise stated)

	As at 31 March 2022
6 Equity share capital	
Authorised capital	
Issued, subscribed and fully paid up	
1000 (31 March 2022: 1000) equity shares of SAR.50 each	50,000
	<u>50,000</u>
	As at 31 March 2022
	Number Amount
(a) Reconciliation of equity shares (in rupees) outstanding at the beginning and at the end of	
Balance at the beginning of the year	-
Add: Shares issued during the year	1,000 50,000
Balance at the end of the year	<u>1,000 50,000</u>
	Number of shares % of holding
(b) Shareholders holding more than 5% of the shares	
Route Mobile Limited	700 70%
First Support Trading	300 30%
	As at 31 March 2022
7 Other equity	
Surplus in the statement of profit and loss	
Balance at the beginning of the year	
Add: Profit for the year	-1,30,923
Balance at the end of the year	<u>-1,30,923</u>
Other equity	<u>-1,30,923</u>
Nature and purpose of reserves	
(i) Surplus in the statement of profit and loss	
Retained earnings pertain to the accumulated earnings / (losses) made by the company over the years.	
	As at 31 March 2022
8 Other current financial liabilities	
Outstanding expenses	34,608
Advances from related party	10,27,100
Advance from customers	
	<u>10,61,708</u>
9 Current provisions	
Provision for expenses	920
	<u>920</u>
10 Other current liabilities	
Statutory dues	2,405
	<u>2,405</u>



Route Mobile Arabia Telecom

Summary of significant accounting policies and other explanatory information for the period ended 31 March 2022

(Amount in SAR, except otherwise stated)

Particulars	Year Ended 31.03.2022 (Audited)
11 Employee benefit expenses	
Salaries, wages and bonus	94,970
Staff welfare	575
	<u>95,545</u>
12 Finance costs	
Interest on delayed payment of taxes	
Bank Charges	1,799
	<u>1,799</u>
13 Depreciation expense	
Depreciation on property, plant and equipment	719
	<u>719</u>
14 Other expenses	
Rent Rates and taxes	21,961
Communication	659
Postage & Stationary	688
Legal and Professional charges	4,125
Office Expenses	3,400
Miscellaneous expenses	565
Employee Medclaim Insurance	1,462
	<u>32,860</u>



15 Fair value measurements

Financial instruments by category:

Particulars	31 March 2022 Amortised cost
Financial Assets - Current	
Cash and cash equivalents	9,40,684
Other current financial assets	16,743
Other current assets	15,575
Financial Liabilities - Current	
Trade payables	-
Other financial liabilities	10,61,708
Other current liabilities	2,405

I. Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

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 group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. For example, listed equity instruments that have quoted market price.

Level 2: The 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 maximise 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 are observable, the instrument is included in level 2.

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

II. Assets and liabilities which are measured at amortised cost for which fair values are disclosed
(It is categorised under Level 2 of fair value hierarchy)

During the periods mentioned above, there have been no transfers amongst the levels of hierarchy.

The carrying amounts of current loans, trade receivables, cash and bank balances, other current financial assets, trade payables and other current financial liabilities are considered to be approximately equal to the fair value.



16 Financial risk management

The company is exposed primarily to fluctuations in credit quality and liquidity management which may adversely impact the fair value of its financial assets and liabilities. The Company has a risk management policy which covers risk associated with the financial assets and liabilities. The risk management policy is approved by the Board of Directors. The focus of the risk management committee is to assess the unpredictability of the financial environment and to mitigate potential adverse effect on the financial performance of the company.

The Company's principal financial liabilities comprises of trade and other payables. The Company's principal financial assets include loans, trade receivables, cash and bank balances and bank deposits that derive directly from its operations.

A Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms and obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and credit worthiness of the customer on continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. The financial instruments that are subject to concentration of credit risk principally consist of trade receivables, loans, cash and bank balances and bank deposits

To manage credit risk, the Company follows a policy of providing 30 days credit to the customers. The credit limit policy is established considering the current economic trend of the industry in which the company is operating. Also, the trade receivables are monitored on a periodic basis for assessing any significant risk of non-recoverability of dues and provision is created accordingly.

Bank balances and deposits are held with only high rated banks and security deposits are placed majorly with government agencies. Hence in these case the credit risk is negligible.

B Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to maintain optimum levels of liquidity and to ensure that funds are available for use as per requirement.

The liquidity risk principally arises from obligations on account of following financial liabilities viz. trade payables and other financial liabilities.

The Company's corporate finance 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.

The Company's financial liabilities based on contractual undiscounted payments at each reporting date is repayable within 1 year.

C Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: Foreign currency risk, interest rate risk and price risk. The company does not have any unhedged foreign currency exposure. The company has no outstanding borrowing as at the reporting date and has not made any investments. Hence the company is not exposed to market risk.



Route Mobile Arabia Telecom

Summary of significant accounting policies and other explanatory information for the period ended 31 March 2022

17 Capital Management

The Company's financial strategy aims to support its strategic priorities and provide adequate capital to its businesses for growth and creation of sustainable stakeholder value. The company funds its operation through internal accruals. The company aims at maintaining a strong capital base largely towards supporting the future growth of its business as a going concern.

The company consider the following component of its Balance sheet to be managed capital: Equity Share capital & Other Equity
Other equity as shown in the balance sheet includes Retained earnings.

The amounts managed as capital by the Company are summarised as follows:

Particulars	As at 31 March 2022
Equity Share Capital	50,000
Other Equity	-1,30,923

The company has no outstanding debt as at the end of the respective years. Accordingly, the company has nil capital gearing ratio as at 31 March 2022 and 31 March 2021



Route Mobile Arabia Telecom

Summary of significant accounting policies and other explanatory information for the period ended 31 March 2022

(Amount in SAR, except otherwise stated)

18 Related party disclosures as required under Indian Accounting Standard 24, "Related party disclosures" are given below:

a) **Names of related parties and description of relationship:**

Description of relationship	Names of related parties
(i) Holding Company	Route Mobile Limited
(ii) Entities in which KMP/relatives of KMP can exercise significant influence	Routesms Solutions FZE

b) **Details of related party transactions:**

Particulars	Holding Company
	31 March 2022
<u>Loan taken from related party</u>	
Routesms Solutions FZE	10,00,100
<u>Expenses reimbursed to other company</u>	
Routesms Solutions FZE	27,000
<u>Investment in equity</u>	
Route Mobile Limited	35,000

*Compensated absences are determined for the company as a whole. Therefore the same cannot be disclosed for key managerial personnel.

c) **Balances with related parties (as at year-end)**

Particulars	Holding Company
	31 March 2022
<u>Loan payable</u>	
Routesms Solutions FZE	10,27,100



Route Mobile Arabia Telecom
Summary of significant accounting policies and other explanatory information for the period ended 31 March 2022
(Amount in SAR except for share data, and if otherwise stated)

19 Earnings (Loss) per share

The amount considered in ascertaining the Company's earnings (loss) per share constitutes the net profit after tax. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of shares which could have been issued on conversion of all dilutive potential shares.


Particulars	For the period ended 31 March 2022
Net profit/(Loss) after tax attributable to equity shareholders	-1,30,923
Weighted average number of shares outstanding during the year - Basic and diluted	25,000
Basic and diluted earnings (loss) per share	-5.24
Nominal value per equity share	10.00

20 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM regularly monitors and reviews the operating result of the whole Company as one segment of "Enterprise Messaging Solutions & Software Developers". Thus, as defined in Ind AS 108 "Operating Segments", the Company's entire business falls under this one operational segment.

* The above figures does not include amounts towards certain additional penalty and interest that may devolve on the Company in the event of an adverse outcome as the same is subjective and not capable of being presently quantified.

For Ramanand & Associates
Chartered Accountants
Firm Reg No. : 117776W


Ramanand G. Gupta
Partner

M.N.:103975

Place : Mumbai

Date : 13/05/2022

UDIN : 22103975AIXAUJ9585



For and on behalf of the Route Mobile Arabia Telecom


Sandipkumar Gupta
Manager

