

**40<sup>th</sup>**  
*Annual Report*

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**2022 - 2023**

<p><b><u>Board of Directors</u></b></p> <p>01. Mrs. Sarayu Somaiya Director</p> <p>02. Mr. Ajay Shanghavi Non Executive Independent Director</p> <p>03. Mr. Nishant Upadhyay Non Executive Independent Director (ceased w.e.f. 10<sup>th</sup> August 2023)</p> <p>04. Mrs. Jyoti Pandey Non Executive Independent Director (Appointed w.e.f. 10<sup>th</sup> August 2023)</p>	<p><b><u>Board Committees</u></b></p> <p><b><u>Audit Committee</u></b></p> <ul style="list-style-type: none"> <li>• Mr. Ajay Shanghavi – Committee Chairman</li> <li>• Mrs. Sarayu Somaiya</li> <li>• Mr. Nishant Upadhyay (till 10<sup>th</sup> August 2023)</li> <li>• Mrs. Jyoti Pandey (from 10<sup>th</sup> August 2023)</li> </ul> <p><b><u>Nomination &amp; Remuneration Committee</u></b></p> <ul style="list-style-type: none"> <li>• Mr. Ajay Shanghavi – Committee Chairman</li> <li>• Mrs. Sarayu Somaiya</li> <li>• Mr. Nishant Upadhyay (till 10<sup>th</sup> August 2023)</li> <li>• Mrs. Jyoti Pandey (from 10<sup>th</sup> August 2023)</li> </ul>																				
<p><b><u>Management Team:</u></b></p> <p>Mr. Hemang Joshi – CFO Email id: hemang@unitedinteractive.in</p> <p>Mr. Basanta Behera– CEO Email id: ceo@unitedinteractive.in</p>																					
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<p><b><u>Corporate Information:</u></b> Name: United Interactive Limited CIN: L72900MH1983PLC030920 Scrip Code: 502893 Scrip Name: UNITEDINT ISIN: INE706D01018 Listing: BSE Limited</p>	<p><b><u>Company Secretary:</u></b> Mr. Nilesh Amrutkar Company Secretary &amp; Compliance Officer Email id: cs@unitedinteractive.in Tel: 022-22013736</p>																				
<p><b><u>Registrar &amp; Share Transfer Agent:</u></b> Universal Capital Securities Private Limited C-101, 247 Park, LBS Road, Vikhroli (West), Mumbai - 400 083 Contact Person: Mr. Devanand Dalvi Tel: 022 28207203/ 05 Email id: info@unisec.in</p>	<p><b><u>Investors Grievance Email id:</u></b> Mr. Nilesh Amrutkar Email id: investors@unitedinteractive.in</p>																				

**UNITED INTERACTIVE LIMITED**  
**Registered Office: 602, Maker Bhavan III, New Marine Lines, Mumbai 400 020**  
**CIN: L72900MH1983PLC030920**

**AGM NOTICE**

NOTICE is hereby given that the 40th Annual General Meeting of the members of United Interactive Limited will be held on **Wednesday, September 06, 2023 at 4.30 P.M.(IST)** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

**ORDINARY BUSINESS**

1. To consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint director in place of Smt. Sarayu Somaiya (DIN: 00153136), who retires by rotation, and being eligible seeks re-appointment

**SPECIAL BUSINESS**

3. Appointment of Smt. Jyoti Pandey (DIN: 06779560) as an Independent Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 161(1) of the Companies Act, 2013 (the Act), applicable provisions of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 read with the Articles of Association of the Company and other applicable provisions the Act (including any statutory modification or re-enactment thereof for the time being in force); **SMT. JYOTI KAMLAKANT PANDEY (DIN: 06779560)** who was appointed by the Board of Directors as an Additional Independent Director of the Company with effect from 10th August 2023 and who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director, be and is hereby appointed as an Independent Non-Executive Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for 5 (five) consecutive years from 10th August 2023."

RESOLVED FURTHER THAT the Board of Directors and the Compliance Officer be and are hereby severally authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary and think fit to give effect to this resolution."

**By Order of the Board of Directors**

**Place: Mumbai**  
**Date : August 10, 2023**

**Nilesh Amrutkar**  
**Company Secretary**

**Notes:**

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", General Circular no. 20/2020 dated May 5, 2020, and May 05, 2022 and Securities and Exchange Board of India vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (referred to as "SEBI Circular") permitted the holding of the "AGM" through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC / OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only

**This meeting would be held in the following manner:**

- a) **Zoom** would be used as the online platform for Video Conferencing
- b) Meeting would be started 15 minutes prior to the appointed time and the members may join up to 15 minutes after the scheduled time for the meeting. Members/ invitees are advised to join the meeting at least 15 minutes in advance via Zoom meeting invite, through their respective PC from their home location.
- c) Attendance of Members through VC shall be counted for all the purposes of the meeting.
- d) Before the actual date of meeting, the facility of remote e-voting shall be provided, also a facility for e-voting during the meeting shall be provided in accordance with the Act and the Rules.
- e) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 3 days prior to meeting date mentioning their name, demat account number/folio number, email id, mobile number at [investors@unitedinteractive.in](mailto:investors@unitedinteractive.in). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

**How to Join**

- I. Members may attend the AGM using VC facility on a live streaming link available at [www.evotingindia.com](http://www.evotingindia.com) under shareholders / members login by using the remote e-voting login credentials. The link for live streaming of the AGM will be available under the EVSN of the Company. The members holding shares either in demat form or in certificate form shall follow the instructions given hereunder to join the AGM through VC facility.
- II. Members can participate in the AGM through desktop / laptop/smart phone / tablet. However, for better experience and smooth participation, it is advisable to join the Meeting through desktop / laptop connected through broadband.

**On desktop / laptop**

- On clicking the link to attend the AGM, webpage will open, it will ask for your Name, Email-id
- Fill name of the 1st shareholder as appearing in the demat account statement / share certificate
- Fill the email ID registered with the depository / the Company
- Click on submit

**On smart phone / tablet**

- Download the Zoom app on your smart phone / tablet. Zoom app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. This app can be downloaded without any charge.
- On clicking the link to attend the AGM, a new page will open in the app which will ask for your name and email ID
- Fill name of the 1st shareholder as appearing in the demat account statement / share certificate
- Fill the email ID registered with the depository / the Company
- Click on submit

Members who face any technical difficulty in accessing [www.evotingindia.com](http://www.evotingindia.com) may contact toll free no. 1800225533.

**The members are requested to adhere to the following General Guidelines during order to ensure smooth virtual meeting:**

- No person other than the invited participants should have access to this e-meeting.
  - Kindly download the Zoom meeting App and test the link in advance before the start of the meeting.
  - At the start of the meeting, please keep your video on so that the Company Secretary can complete the roll call. The officers of the company will undertake roll call to seek a confirmation on the presence of all the Members/ invitees/ Directors.
  - The entire meeting proceedings will be recorded.
  - The Company Secretary/ Organiser shall keep all the participants on mute by default at the start of the meeting and the respective participants/members can unmute themselves at the time of speaking.
  - Every participant shall identify himself/ herself at the time of speaking on any query
  - To ensure smooth and orderly flow of the meeting, it is recommended that all questions/comments may be raised after the completion of presentation particular agenda.
  - Please ensure the WIFI/Dongle/hotspot/Router is up and running with good speed during the whole meeting to enable participation efficiently.
  - In case of any loss of signal/drop out due to any technical glitch please re-join and confirm your presence at the earliest.
  - If member/ invitee needs any assistance during the meeting he/she can reach out to Organiser at telephone no.022-22013736
1. In compliance with the aforesaid MCA Circulars and SEBI Circular , Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website [www.unitedinteractive.in](http://www.unitedinteractive.in), websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The detailed process for registration of email address of the shareholders whose email address is not registered with the Company or depository participants / depository is forming part of this Notice.  
  
As per the MCA Circulars, the Shareholders may also note that the Company would not be sending the Annual Report for the financial year 2022-23 and AGM notice by post to the shareholders whose email address is not registered with the Company/depository.
  2. In respect of the Business Item No. 2 & 3, a statement giving additional information on the Directors seeking reappointment, is annexed herewith to Notice as Annexure-I.
  3. As the AGM shall be conducted through VC / OAVM, hence the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.

4. Pursuant to Section 91 of the Companies Act, 2013, Register of shareholders and Share Transfer Books of the Company will remain closed from **August 31, 2023 to September 06, 2023** (both days inclusive), for the purpose of the Annual General Meeting.
5. The members desiring to inspect the documents referred to in this Notice and other statutory registers are required to send requests on the Company's email address: [investors@unitedinteractive.in](mailto:investors@unitedinteractive.in) , An extract of such documents would be made available to the members on their registered email address.
6. Shareholders who hold shares in demat form are requested to direct any change of address, updates of savings bank account details to their Depository Participant(s). Shareholders holding shares in physical form are requested to notify/send any change in their address/mandate/bank account details to the Company's Registrar and Transfer Agent
7. Institutional / Corporate Shareholders intending to participate in the Annual General Meeting through their authorised representatives are requested to send a duly certified copy of their Board Resolution / Governing Body resolution / Authorisation letter, etc. authorising their representatives to attend and vote through remote e-voting on their behalf at the said Meeting to [investors@unitedinteractive.in](mailto:investors@unitedinteractive.in) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
8. To support the 'Green Initiative', shareholders who have not registered their e-mail addresses are requested to register the same with their Depository Participant or with the Company's Registrar & Share Transfer Agents.
9. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. Voting through electronic means:

In terms of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Secretarial Standards issued by the Institute of Company Secretaries of India, the Company is providing facility to exercise votes on the items of business given in the notice through electronic voting system, to shareholders holding shares as on **August 30, 2023 (Wednesday)**, being the cut-off date ("Record date" for the purpose of Rule 20(3)(vii) of the said Rules) fixed for determining voting rights of shareholders entitled to participate in the e-voting process through the e-voting platform provided by Central Depository Services (India) Limited (CDSL).

The e-voting rights of the shareholders/beneficiary owners shall be reckoned on the equity shares held by them as on **August 30, 2023 (Wednesday)**, being the Record Date.

11. In addition to the remote e-voting facility provided by the Company, the members who have not cast their vote on resolutions through remote e-voting would be given a facility to cast their vote through e-voting during the AGM. The instruction for the same is forming part of this Notice.

The investors are requested to attend the meeting and cast their vote through remote e-voting / e-voting.

**The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on **September 03, 2023 at 9.00 am and ends on September 05, 2023 at 5.00 pm**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **August 30, 2023** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have voted through e-voting module, would not be entitled to vote at the meeting venue.

- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of SEBI Listing Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public noninstitutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/ CMD/ CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email-id in their demat accounts in order to access e-Voting facility.
- (v) Login method for e-Voting and joining virtual meetings for **INDIVIDUAL SHAREHOLDERS** holding securities in **DEMAT** mode, is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through holding their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi /Easiest are <b>https:// web.cdslindia.com / myeasi / home / login</b> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System My easi tab and then use their existing Easi / Easiest username and password..</p> <p>2) After successful login the Easi / Easiest user will be able to see the eVoting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see eVoting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <b>https://web.cdslindia.com/myeasi/Registration/EasiRegistration</b></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will</p>

	<p>authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web securities in browser by typing the following <b>URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a></b> either on with NSDL a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https:// eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <b><a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/ SecureWeb/IdeasDirectReg.jsp</a></b></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following <b>URL: <a href="https://www.evoting.nsd.com/">https:// www.evoting.nsd.com/</a></b> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote eVoting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login Shareholders credentials of your demat account (holding through your Depository Participant securities in registered with NSDL/CDSL for e-Voting demat mode) facility. After Successful login, you will login through be able to see e-Voting option. Once you their click on e-Voting option, you will be Depository redirected to NSDL/CDSL Depository Participants site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>



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

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

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

(vi) **Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:**

1. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
2. Click on Shareholders.
3. Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
6. If you are a first time user follow the steps given below:

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

7. After entering these details appropriately, click on “SUBMIT” tab.
8. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login

password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

9. For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
  10. Click on the EVSN for the UNITED INTERACTIVE LIMITED to vote.
  11. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
  12. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
  13. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
  14. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
  15. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
  16. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (vii) **Instructions for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; company email id i.e. [investors@unitedinteractive.in](mailto:investors@unitedinteractive.in) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**12. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email ID i.e. [ceragreen@cera-india.com](mailto:ceragreen@cera-india.com)). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id i.e. [investors@unitedinteractive.in](mailto:investors@unitedinteractive.in)). These queries will be replied to by the company suitably by email.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.
- All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**13. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-**

- a) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- b) The link for VC/OAVM to attend the meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.

- c) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- d) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- e) Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
14. **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**
- For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
  - For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
  - For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
15. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on **August 30, 2023**.
16. The Company has appointed, **Hardik savla, practicing company secretary** as the Scrutinizer to scrutinize the e-voting process (including the ballot form received from the shareholders who do not have access to the e-voting process) in a fair and transparent manner.
17. The results of e-voting on resolutions based on scrutinizers consolidated report will be declared on or after the AGM of the Company (within 48 hours from the conclusion of the AGM) and the resolutions will be deemed to be passed on the AGM date, subject to the receipt of the requisite numbers of votes in favour of the resolutions. The results declared along with the Scrutinizer's Report shall be submitted concerned stock exchange, immediately and will also be made available on the website of the Company.
18. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the Company's Registrar and Transfer Agents. It may be noted that any service request can be processed only after the folio is KYC Compliant.

**By Order of the Board of Directors**

**Place: Mumbai  
Date: August 10, 2023**

**Nilesh Amrutkar  
Company Secretary**

**ANNEXURE 'I' TO THE NOTICE: EXPLANATORY STATEMENT**

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ("Act"), sets out all material facts relating to the special business mentioned in the accompanying AGM Notice dated August 10, 2023:

**Item No 3: Appointment of Smt. Jyoti Pandey as an Independent Director of the Company**

Smt. Jyoti Pandey was appointed as an Additional Director (independent) of the Company with effect from August 10, 2023 by the Board of Directors under Section 161 of the Act. In terms of Section 161(1) of the Act, Smt. Pandey holds office only up to the date of the forthcoming AGM but is eligible for appointment as a Director. A notice under Section 160(1) of the Act has been received from a Member signifying its intention to propose Smt. Jyoti Pandey appointment as an Independent Director.

As per sec. 152, she is proposed to be appointed as Independent Director of the Company under the Companies Act, 2013 to hold office for 5 (five) consecutive years from the date of her appointment. Smt Jyoti Pandey is a Commerce & Law graduate, is currently practicing as an Advocate.

Smt. Jyoti Pandey have furnished declarations to the Company under Section 149(7) of the Act, confirming that she meets the criteria prescribed for Independent Directors under Section 149(6) of the Act and also Consented to act as Director along with Declaration of Non-Disqualification. In the opinion of the Board, she is person of integrity, possess the relevant expertise and experience, fulfill the conditions specified in the Act and the Rules framed there under and are independent of the management of the Company. Upon the approval of the Members of the Company on the said resolutions, the appointment shall be formalized by way of issuance of the letter of appointment by the Company.

Brief profile of the Smt. Jyoti Pandey is attached separately along with the notice of the AGM.

Accordingly, the Board recommends the resolution in relation to her appointment as an Independent Director, for the approval by the members of the Company. Except her Smt. Jyoti Pandey, being an appointee in the said resolution, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 3

**ANNEXURE-II TO THE NOTICE**

In accordance with Secretarial standard (SS-2), Other details of Directors seeking appointment /reappointment as mentioned in the accompanying AGM Notice dated August 10, 2023 are as under:

<b>Particulars</b>	<b>Smt. Sarayu Somaiya (DIN : 00153136)</b>	<b>Smt. Jyoti Pandey (DIN : 06779560)</b>
Age	78 yrs	37 yrs
Qualifications	M. Com	B.Com, LLB
Experience	HRM, Administration	Intellectual, Commercial & legal laws
Terms and conditions of appointment/ reappointment	Non-Executive Director liable to retire by rotation	Independent Director
Directorship in other Companies	1. Netesoft India Limited 2. Ganesh Keshav Securities Pvt Ltd 3. Span Capital Services Pvt Ltd 4. Toral Farms Pvt Ltd. 5. India Internet Investments Pvt Ltd 6. India Technology Investments Pvt Ltd 7. Softcircuit.Com (I) Pvt Ltd.	1. Fidelity Arts & Paintings Pvt Ltd 2. HIV Aids Awareness & Prevention Foundation 3. Lexkare Legal Services Pvt Ltd 4. Lexkare Aus Corporate Services Pvt Ltd
Date of first Appointment on the Board	<b>January 18 , 2010</b>	<b>August 10 , 2023</b>
No. of Meetings of the Board attended during the year	<b>4</b>	<b>NIL</b>
Chairmanship/ Membership of Board Committees of the other Companies	<b>NIL</b>	<b>NIL</b>
Shareholding in the Company	<b>12,78,530 equity shares</b>	<b>NIL</b>
Remuneration drawn	<b>NIL</b>	<b>NIL</b>
Remuneration sought to be paid (₹)	<b>NIL</b>	<b>NIL</b>
Relation with any Director, Manager and other Key Managerial Personnel of the Company	<b>NIL</b>	<b>NIL</b>

**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

**DIRECTORS' REPORT**

**TO THE MEMBERS OF UNITED INTERACTIVE LIMITED**

The Directors have pleasure to present 40th Annual Report and Audited Annual Accounts of your company for the year ended on March 31, 2023.

**KEY HIGHLIGHTS OF THE FINANCIALS: -**

(₹ in Lakh)

PARTICULARS	Standalone		Consolidated	
	2022-23	2021-22	2022-23	2021-22
Revenue from Operations	-	-	224.37	90.25
Other Income	15.63	15.63	295.83	340.31
<b>Total Income</b>	<b>15.63</b>	<b>15.63</b>	<b>520.20</b>	<b>430.56</b>
Operating Expenditure	13.54	13.12	572.52	258.21
Profit/ loss before Depreciation, Finance Costs and Tax Expense	2.19	2.51	-52.32	172.35
Less: Depreciation/ Amortisation / Impairment	-	-	16.60	39.95
Less: Finance Costs	-	-	0.30	-
Profit /loss before Tax Expense	2.19	2.51	-69.22	132.40
Less: Provision for Current Tax	1.85	-	67.08	-
Less: Provision for Deferred Tax (credit)/charge	0.63	-	1.19	8.28
Profit after Tax (A)	-0.29	2.51	-137.49	124.12
Total Other Comprehensive Income/Loss (B)	-	-	442.78	405.36
<b>Total (A+B)</b>	<b>-0.29</b>	<b>2.51</b>	<b>305.29</b>	<b>529.48</b>
Shareholders of the company	-0.29	2.51	147.90	263.61
Non-controlling interest	NA	NA	157.39	265.87
<b>Opening Balance of Retained Earnings</b>	<b>-128.02</b>	<b>-130.54</b>	<b>714.63</b>	<b>602.90</b>
<b>Closing Balance of Retained Earnings</b>	<b>-128.31</b>	<b>-128.02</b>	<b>1025.31</b>	<b>714.63</b>

**PERFORMANCE REVIEW & FUTURE OUTLOOK:**

During the current year, your Company has booked total income of ₹ 15.63 Lakhs and Net loss of ₹ 0.29 Lakh on standalone basis. The source of income is on account of dividend received from subsidiary company – Netesoft India Limited ("Hereinafter referred to as "Netesoft").

Your Company has its strategic & material subsidiary as Netesoft India Limited. The performance of Netesoft for the financial year 2022-2023 is as follows:

The total income of the Netesoft for the year ended March 31, 2023 stood at ₹ 520.10 Lakh and it has made a loss after tax of ₹ 121.57 Lakh as compared to a profit after tax of ₹ 137.24 Lakh during the previous year.

Your Directors are expecting a growth in near future on consolidated basis and are confident that the policies, strategies adopted by your company will yield better returns.

**DIVIDEND & RESERVES:**

In view of the accumulated losses, your Directors expresses its inability to recommend payment of Dividend for the current financial year.

**SHARE CAPITAL:**

As at March 31, 2023, the total paid up share capital of United Interactive Limited stood at ₹ 1,83,10,000/- divided into 18,31,000 fully paid up equity shares of ₹ 10/- each. During the year under review, the Company has not issued any shares. The Company has not issued shares with differential voting rights. It has neither issued employee stock options nor sweat equity shares and does not have any scheme to fund its employees to purchase the shares of the Company.

As on March 31, 2023, Mrs. Sarayu Somaiya, Director of the Company, who is also Promoter of the Company holds 69.83% of total share capital of the Company.

**MATERIAL CHANGES AND COMMITMENTS BETWEEN THE DATE OF THE BALANCE SHEET AND THE DATE OF REPORT**

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

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

**A. Conservation of Energy and Technology Absorption:**

The Company has no particulars to report regarding conservation of energy, technology absorption as required under Section 134(3)(m) of the Companies Act, 2013 read with Rules there under.

**B. Foreign exchange earnings and outgo:**

Sr. No.	Particulars	Amt in ₹
1	Foreign Exchange earned in terms of actual inflows during the year	Nil
2	Foreign Exchange outgo in terms of actual outflows during the year	Nil

**CORPORATE SOCIAL RESPONSIBILITY (CSR)**

Your company is committed to improve quality of lives of people in the community its serves through long term stakeholder value creation, with special focus on skills development. The Company does not have to mandatorily constitute a Corporate Social Responsibility (CSR) Committee in accordance with Section 135 of the Companies Act, 2013. The company fully understands its role in society and is committed for sustainable & inclusive growth of people & the environment around its business.

**BOARD AND DIRECTORS EVALUATION AND CRITERIA FOR EVALUATION**

During the year, the Board has carried out an annual evaluation of its own performance & performance of the Directors.

Your Company has constituted Nomination and Remuneration Committee, which as per the provisions of Companies Act 2013 has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors. The criteria for Board Evaluation inter alia include degree of fulfillment of key responsibilities, Board structure and composition, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning.

Criteria for evaluation of individual Directors include aspects such as attendance and contribution at Board/ Committee Meetings and guidance/ support to the management outside Board/ Committee



Meetings. In addition, the Chairman was also evaluated on key aspects of his role, including setting the strategic agenda of the Board, encouraging active engagement by all Board members and motivating and providing guidance to the Management. Criteria for evaluation of the Committees of the Board include degree of fulfillment of key responsibilities, adequacy of Committee composition and effectiveness of meetings. The procedure followed for the performance evaluation of the Board, Committees and Directors is detailed in the Directors' Report.

**CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES AND INDEPENDENCE OF DIRECTORS:**

The Nomination and Remuneration Committee has formulated the criteria for determining qualifications, positive attributes and independence of Directors in terms of provisions of Section 178(3) of the Companies Act 2013.

**Independence:**

In accordance with the above criteria, a Director will be considered as an 'Independent Director' if he/she meet with the criteria for 'Independent Director' as laid down in the Act.

**Qualifications:**

A transparent Board nomination process is in place that encourages diversity of thought, experience, knowledge, perspective, age and gender. It is also ensured that the Board has an appropriate blend of functional and industry expertise. While recommending the appointment of a Director, the Nomination and Remuneration Committee considers the manner in which the function and domain expertise of the individual will contribute to the overall skill-domain mix of the Board.

**Positive Attributes:**

In addition to the duties as prescribed under the Act, the Directors on the Board of the Company are also expected to demonstrate high standards of ethical behavior, strong interpersonal and communication skills and soundness of judgment. Independent Directors are also expected to abide by the 'Code for Independent Directors' as outlined in Schedule IV to the Act.

**REMUNERATION POLICY**

The Company has adopted a Policy for remuneration of Directors, Key Managerial Personnel and other employees, which is aligned to its overall Human resource philosophy. The key factors considered in formulating the Policy are as under:

- (a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- (b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- (c) remuneration to Directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

**The key principles governing the Company's Remuneration Policy are as follows:**

**Remuneration for independent Directors and non-independent non-executive Directors:**

- Independent Directors ('ID') and non-independent non-executive Directors ('NED') may be paid sitting fees for attending the Meetings of the Board and of Committees of which they may be members, and commission within regulatory limits, as recommended by the Nomination and Remuneration Committee ('NRC') and approved by the Board.
- Overall remuneration should be reasonable and sufficient to attract, retain and motivate Directors aligned to the requirements of the Company, taking into consideration the challenges faced by the Company and its future growth imperatives. Remuneration paid

should be reflective of the size of the Company, complexity of the sector/ industry/ Company's operations and the Company's capacity to pay the remuneration and be consistent with recognized best practices.

- The aggregate commission payable to all the NEDs and IDs will be recommended by the NRC to the Board based on Company performance, profits, return to investors, shareholder value creation and any other significant qualitative parameters as may be decided by the Board. The NRC will recommend to the Board the quantum of commission for each Director based upon the outcome of the evaluation process which is driven by various factors including attendance and time spent in the Board and Committee Meetings, individual contributions at the meetings and contributions made by Directors other than in meetings.
- The remuneration payable to Directors shall be inclusive of any remuneration payable for services rendered in any other capacity, unless the services rendered are of a professional nature and the NRC is of the opinion that the Director possesses requisite qualification for the practice of the profession.

**Policy on Remuneration for Managing Director ('MD') / Executive Directors ('ED') / Key Managerial Personnel ('KMP')/ rest of the Employees:**

- The extent of overall remuneration should be sufficient to attract and retain talented and qualified individuals suitable for every role. Hence remuneration should be market competitive, driven by the role played by the individual, reflective of the size of the Company, complexity of the sector/ industry/ Company's operations and the Company's capacity to pay, consistent with recognized best practices and aligned to any regulatory requirements. Basic/ fixed salary is provided to all employees to ensure that there is a steady income in line with their skills and experience.
- In addition, the Company provides employees with certain perquisites, allowances and benefits to enable a certain level of lifestyle and to offer scope for savings. The Company provides retirement benefits as applicable.
- In addition to the basic/ fixed salary, benefits, perquisites and allowances as provided above, the Company provides MD/ EDs such remuneration by way of commission, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board, subject to the overall ceilings stipulated in Section 197 of the Companies Act, 2013. The specific amount payable to the MD/ EDs would be based on performance as evaluated by the NRC and approved by the Board.
- The Company provides the rest of the employees a performance linked bonus. The performance linked bonus would be driven by the outcome of the performance appraisal process and the performance of the Company.

Presently, Mrs. Sarayu Somaiya (Director), Mr. Basanta Behera (CEO) & Mr. Hemang Joshi (CFO), of the Company draws remuneration from the subsidiary as stated in related party statement under the consolidated part, whereas Company Secretary's remuneration is as specified under MGT-9.

**DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors report that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.

- ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss account of the company for that period.
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv) The Directors have prepared the annual accounts on a going concern basis.
- v) The Directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively and
- vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **DECLARATION ON INDEPENDENT DIRECTORS**

All the Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Act. In the opinion of the Board, they fulfill the conditions of independence as specified in the Act and the Rules made there under and are independent of the management.

#### **SUBSIDIARY/ASSOCIATES COMPANIES**

Your company has one subsidiary namely 'Netesoft India Limited'. Currently Netesoft India Limited is carrying its activities in offering services for creative graphic designs & also in trading and investment in financial market instruments.(see AOC-1 particulars in annexure-I)

#### **CONSOLIDATED FINANCIAL STATEMENT**

Your Company's Board of Directors is responsible for the preparation of the Consolidated Financial Statements of your Company & its Subsidiary, in terms of the requirements of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act.

#### **POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE**

The Company has zero tolerance for sexual harassment and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. The Company has not received any complaint of sexual harassment during the financial year 2022-23.

#### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has adopted a Whistle Blower Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism. It is affirmed that no personnel of the Company have been denied access to the Audit Committee.

#### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

#### **AUDITORS**

##### **(1) Statutory Auditors:**

During the year M/s. D N Kanabar & Co., (FRN: 104698W), Chartered Accountants are appointed as the Statutory Auditors of the Company in place of retiring Auditors, for a term of five consecutive years from the conclusion of the 39th Annual General Meeting of the Company till the conclusion of the 44th Annual General Meeting to be held in the year 2027 by shareholders of the Company.

Your Board has obtained Consent and declaration from M/s. D N Kanabar & Co. confirming as to their willingness & eligibility to continue as Statutory Auditors of the Company.

**(2) Secretarial Auditors:**

Pursuant to the provisions of Section 204 of the Act and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed M/s. Hardik Savla & Co, a Company Secretary in Practice to undertake the Secretarial Audit of the Company for the year ended March 31, 2023. The Secretarial Audit Report is annexed to this report. (see annexure-ii)

The Auditors' Report and the Secretarial Audit Report for the financial year ended 31st March, 2023 do not contain any qualification, reservation, adverse remark or disclaimer.

**LISTING ON STOCK EXCHANGES**

The Equity Shares of your Company are listed only with BSE Limited. We confirm that, your Company has paid the listing fees for the financial year 2022-2023.

**CORPORATE GOVERNANCE**

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. In accordance with exemption provided under regulation 15 of the SEBI (LODR) Regulations, 2015 various mandatory corporate governance requirements do not apply to the Company. Therefore, no separate section on Corporate governance is annexed.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT UNDER SECTION 186**

During the year, the Company has not given any loan or guarantee, or provided security, or has made any investment which would be required to be reported under section 186 of the companies Act 2013. The closing balances of investments which would be covered under Section 186 of the Companies Act, 2013, are disclosed in the Schedule of Non-Current Investments in the Financial Statements. The Company has not granted any Loans and Guarantees.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013**

The contracts or arrangements entered into by the Company with Related Parties have been done at arm's length and are in the ordinary course of business and are immaterial in nature. Hence, no particulars are being provided in Form AOC-2 as mandated pursuant to the provisions of Section 134 of the Companies Act, 2013, read with Rule 8 (2) of the Companies (Accounts) Rules, 2014.

**THE EXTRACT OF ANNUAL RETURN**

Extracts of Annual return in form MGT-9 as per Section 134 (3) (a) of the Companies Act, 2013 read with Rule 8 of Companies Act (Accounts) Rules 2014 and Rule 12 of Companies (Management & Administration) Rules, 2014 is available on the website of the company [www.Unitedinteractive.in](http://www.Unitedinteractive.in)

**MANAGERIAL REMUNERATION / PARTICULARS OF EMPLOYEES**

Your company has not paid any managerial remuneration during the period under review, therefore no Disclosures in the Board Report as required under Rule 5 of Companies (Appointment & Remuneration) Rules, 2014 is provided and further your Company also has not employed any person at a remuneration in excess of the limit set out in the said Rules.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)**

During the year, Smt Sarayu Somaiya was re-appointed as a Director liable to retire by rotation at the 39<sup>th</sup> Annual General Meeting of the Company held on July 26, 2022 except that none of the Director or Key Managerial Person has been appointed or has retired or resigned during the year.

In accordance with the provisions of Section 152 of the Act and in terms of Articles of Association of the Company, Smt. Sarayu Somaiya, being longest in office, retires and is eligible for re-appointment and the board recommends her appointment as Director of your Company.

**BOARD AND COMMITTEE MEETINGS**

Four Board Meetings were convened and held during the year;

May 27, 2022, August 13, 2022, November 14, 2022 and February 14, 2023.

The intervening gap between the Meetings was within the period as prescribed under the Act and notifications issued there under from time to time.

**DETAILS OF DEPOSITS WHICH ARE NOT IN COMPLIANCE WITH THE REQUIREMENTS OF CHAPTER V OF THE COMPANIES ACT, 2013:**

Your Company has not accepted any fixed deposits covered under chapter V of the Companies Act, 2013 and, as such, no amount of principal or interest was outstanding on the date of Balance Sheet.

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

The Management Discussion and Analysis Report as required under regulation 34 of the SEBI (LODR) Regulations, 2015 is annexed (annexure-iii) to this report.

**INTERNAL CONTROLS SYSTEMS AND ADEQUACY**

The Company's internal audit systems are geared towards ensuring adequate internal controls commensurate with the size and needs of the business, with the objective of efficient conduct of operations through adherence to the Company's policies, identifying areas of improvement, evaluating the reliability of Financial Statements, ensuring compliances with applicable laws and regulations and safeguarding of assets from unauthorized use. The Audit Committee along with Management overseas results of the internal audit and reviews implementation on a regular basis.

**ACKNOWLEDGEMENT**

Your Directors wish to place on record their appreciation for the whole hearted and sincere co-operation the Company has received from its bankers and various Government agencies. Your Directors also wish to thank all the employees for their co-operation.

**For and on behalf of the Board**

**Date : May 30, 2023**  
**Place : Mumbai**

**SarayuSomaiya**  
**Director**  
**DIN: 00153136**

**Nishant Upadhyay**  
**Independent Director**  
**DIN: 02128886**

**FORM AOC.1**

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

[Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014]

**Part "A": Subsidiaries**

(₹ In lacs)

Sr. No:	Particulars	Name of the Subsidiary
		Netesoft India Ltd
1	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	N.A.
3	Share capital	153.21
4	Reserves & surplus	6299.55
5	Total Assets	6673.99
6	Liabilities	221.24
7	Investments	4734.01
8	Turnover	520.10
9	Profit / (Loss) Before Tax	(55.78)
10	Provision for Taxation	65.79
11	Profit after taxation	(121.57)
12	Dividend	30.64
13	% of total shareholding held by parent company	51%

**Notes:**

1. Reporting period and reporting currency of the above subsidiaries is the same as that of the Company.
2. Part B of the Annexure is not applicable as there are no associate companies/ joint ventures of the Company as on 31<sup>st</sup> March, 2023.

**For and on behalf of the Board**

**Date : May 30, 2023**  
**Place : Mumbai**

**Sarayu Somaiya**  
**Director**  
**DIN: 00153136**

**Nishant Upadhyay**  
**Independent Director**  
**DIN: 02128886**

**Annexure II**

**FORM MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023**

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members  
**UNITED INTERACTIVE LIMITED**  
(CIN: L72900MH1983PLC030920)  
602, Maker Bhavan III, New Marine Lines,  
Mumbai – 400 020

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31 March, 2023 (hereinafter called the 'Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment. **(Not Applicable to the Company during the Audit Period)**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with regard to disclosures thereunder applicable to the extent of the investment made by the Company in Listed Companies;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as applicable in respect of its investment in Listed Companies;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during the Audit Period).**
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the Company during the Audit Period).**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the Company during the Audit Period);**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the Audit Period)** and

- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not Applicable to the Company during the Audit Period)**.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards mentioned above. We further report that, having regard to the compliance system prevailing in the Company and on the examination of the relevant documents and records in pursuance thereof, on test -check basis the Company has NOT required to comply with any specific law to the extent applicable to the Company.

We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors There were no changes in the composition of the Board of Directors that took place during the period under review. Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Based on the representation made by the Company and its Officers, we herewith report that majority decisions are carried through and proper system is in place which facilitates / ensure to capture and record, the dissenting member's views, if any, as part of the minutes.

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

Hardik Savla  
ICSI M NO: 23685  
C P No: 8866

Date: May 30, 2023  
Place: Mumbai

UDIN: A023685E000428507



**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

**INDUSTRY STRUCTURE AND DEVELOPMENTS, COMPANY'S BUSINESS**

At present, your company does not have any business under information technology segment as of now, and is dependent on business of its strategic subsidiary solely, which are in to the business of trading and investment in securities. Hence, here we will discuss capital market industry rather than Information technology industry.

**OPPORTUNITIES & THREATS**

After a recovering 2021, the year 2022 was marred by three powerful challenges – Russia's invasion of Ukraine, widening inflation impacting cost of living and a slowdown in China.

Global economy is expected to report a growth of 2.9% in 2023. There has been an upward revision in the growth estimates, largely owing to robust domestic demand in the major economies, gradual opening of the Chinese economy as well as easing inflation. The global economy is expected to grow by 3.1% in 2024. While the global scenario remained challenging, the Indian economy showed its character and remained one of the fastest growing major economies in the world.

**SEGMENT-WISE PERFORMANCE**

The income of the Company comprises of dividend received on investment in the subsidiary. On a consolidated basis income further comprises of dividend, interest, profits in securities trading. During the current year income from core activities was NIL, whereas the income on consolidated basis was relatively low.

**OUTLOOK**

The outlook for the current financial year predominantly depends upon capital markets as major revenue is generated by its subsidiary, which is engaged in capital markets operations. With a combined push by Government and private sector, India's future seems to be vibrant in capital markets. India is expected to be the fourth largest private wealth market globally by 2030.

**RISKS & CONCERNS**

The size of operation of your Company has always been a concern as IT & ITes, as well as Portfolio Investment player, as the industry is moving towards institutionalization. Primary market is dominated by few large players and it is increasingly difficult for small & mid cap entities to penetrate.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

Your Company has developed formal and well-structured internal control systems to conduct the business within the framework of Regulations. The present structure & systems are adequate and commensurate to the size of operations of your company.

**DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

The financial year 2022-23, your company was unable procure any business in IT & ITes business, the only income it had was in form of dividend received from subsidiary. On consolidated front revenue is at ₹ 224.37 lakh against the previous year of ₹ 90.25 lakh, whereas consolidated loss stood at ₹ 137.49 lakh as against profit of ₹ 124.12 lakh in the previous year.

**MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT :**

There are no material developments in human resources /industrial relations front.

**DISCLOSURE OF ACCOUNTING TREATMENT**

In accordance with the Companies (Indian Accounting Standards), Rules, 2015 of the Companies Act, 2013, read with Section 133 of the Companies Act, 2013, your Company has adopted the Indian Accounting Standards (Ind AS) for preparation of its financial statements.

**FORWARD-LOOKING STATEMENTS:**

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements.

**ANNEXURE-IV**

**DECLARATION BY DIRECTOR**

I, Sarayu Somaiya, Director and Promoter of United Interactive Limited, hereby declare that all the members of the Board of Directors have affirmed compliance with the Code of Conduct applicable to them as laid down by the Board of Directors in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2023.

By order of the Board of Directors

Place: Mumbai  
Date: May 30, 2023

Sarayu Somaiya  
Director  
DIN: 00153136

**CHIEF EXECUTIVE OFFICER(CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION**

We, Basanta Kumar Behera (CEO) and Hemang Joshi (CFO) of United Interactive Limited hereby certify that:

- (a) We have reviewed financial statement and the cash flow statement for the year ended March 31, 2023 and that to the best of our knowledge and belief:
- I. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - II. these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we have aware and the steps taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee that –
- I. there has not been any significant changes in internal control over financial reporting during the year under reference;
  - II. there has not been any significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - III. there has not been any instances during the year of significant fraud of which we had become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

By order of the Board of Directors

Place: Mumbai  
Date: May 30, 2023

Basanta Kumar Behera  
CEO

Hemang Joshi  
CFO

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
**(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,  
THE MEMBERS  
**UNITED INTERACTIVE LIMITED**  
Regd Off : 602, Maker Bhavan III, New Marine Lines,  
Mumbai 400 020

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **UNITED INTERACTIVE LIMITED** having CIN- **L72900MH1983PLC030920** and having registered office at 602, Maker Bhavan III, New Marine Lines, Mumbai 400 020 and (hereinafter referred to as 'the Company') , produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements ) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority

Sr. No.	Name of Director	DIN	Date of appointment
1	Mrs. Sarayu Somaiya	00153136	23/09/2010
2	Mr. Ajay Shanghavi	00084653	27/09/2006
3	Mr. Nishant Upadhyay	02128886	18/09/2015

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

Hardik Savla  
ICSI M NO: 23685  
COP No.: 8866

Place: Mumbai  
Date : August 03, 2023

UDIN: A023685E000729335

## **Independent Auditor’s Report**

To,  
The Members,  
United Interactive Limited

### **Report on the Audit of the Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying standalone financial statements of United Interactive Limited (“the Company”), which comprise the standalone Balance Sheet as at 31<sup>st</sup> March 2023, and the standalone Statement of Profit and Loss (including other comprehensive income), standalone Statement of Changes in Equity and standalone Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March 2023, and its loss (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor’s Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. “We have determined that there are no key audit matters to communicate in our report.”

### **Other Information**

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Managements and Board of Director's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and board of directors.
- 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

## Report on Other Legal and Regulatory Requirements

### 1. As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The standalone Balance Sheet, the standalone Statement of Profit and Loss (including other comprehensive income), the standalone Statement of Changes in Equity and the standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on 31st March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2023 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.

- g) With respect to the matter to be included in the Auditors’ Report under Section 197(16) of the Companies Act, 2013:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of the Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

- h) With respect to the other matters to be included in the Auditors’ Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses:
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv.

- (a) The Management has represented that, to the best of its knowledge and belief, no funds (Which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- (d) No Dividend has been declared or paid by the Company during the year.
2. As required by the Companies (Auditors’ Report) Order, 2020 (“the Order”) issued by the Central Government of India in terms of Section 143(11) of the Act, we give in “Annexure A” a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

**For D. N. Kanabar & Co**  
**Chartered Accountants**  
FRN: 104698W

**Deepak Kanabar**  
Proprietor  
Membership No.: 041157  
Mumbai, May 30, 2023  
**UDIN: 23041157BGTPAS7666**

**“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT**

Referred to in paragraph 2 under the heading of Report on Other Legal and Regulatory Requirements” in our Independent Auditor’s Report of even date on the Standalone Financial Statements for the year ended March 31, 2023.

- i. According to information and explanation given to us, the company does not have any fixed Assets. Hence, the provisions of Clause (i) of the Order are not applicable to the Company.
- ii. According to information and explanation given to us, the company is a service Company and rendering software services, though no such activity has been carried on during the year. Accordingly, it does not hold any physical inventories. Hence, the provisions of Clause (ii) of the Order are not applicable to the Company.
- iii.
  - a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year. Hence, the provisions of clause 3(iii)(a) of the Order are not applicable to the Company.
  - b) The Company has not made any investment during the year. Hence, the provisions of clause 3(iii)(b) of the Order are not applicable to the Company.
  - c) The Company has not provided any loans and advances in the nature of loans. Hence, the provisions of clause 3(iii)(c) and (d) of the Order is not applicable to the Company.
  - d) The Company has not granted any loan which has fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans.
  - e) The Company has not granted any loans or advances in the nature of loans, which are repayable on demand or without specifying any terms or period of repayment.
- iv. According to information and explanation given to us, the Company has not granted any loan, made investment, given guarantee or provided security. Hence, the provisions of clause (iv) of the Order are not applicable to the Company.
- v. According to information and explanation given to us, the Company has not accepted any deposit from the public. Hence, the provisions of clause (v) of the Order are not applicable to the Company.
- vi. According to information and explanation given to us, maintenance of cost records has not been prescribed by the Central Government under section 148(1) of the Act. Hence, the provisions of clause (vi) of the Order are not applicable to the Company.
- vii. According to the records maintained by the Company, examined by us and information and explanation given to us:
  - a) The Company has been generally regular in depositing undisputed statutory dues with appropriate authorities including Provident Fund, Income Tax, Goods & Service Tax, Cess and any other statutory dues during the year. According to the information and explanation given to us, no undisputed amounts payable

in respect of the aforesaid dues were outstanding as at 31st March, 2023 for a period of more than six months from the date they become payable.

- b) According to information and explanation given to us, there are no dues required to be deposited since the company does not have any pending litigation.
- viii. According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.
- ix. According to information and explanation given to us:
- a) the company has not raised any loans or borrowings from a financial institution. Hence, the provisions of clause (ix)(a) of the Order are not applicable to the Company.
- b) According to information and explanation given to us, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- c) According to information and explanation given to us, The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year. Hence, the provisions of clause 3(ix)(c) of the Order are not applicable to the Company.
- d) In our opinion and according to the information and explanations given to us, the Company has not raised any funds on short term basis during the year or in any previous year. Hence, provisions of clause 3(ix)(d) of the Order are not applicable to the Company.
- e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its associate.
- f) According to the information and explanations given to us, the Company has not raised any loans on the pledge of securities held in its associate during the year. Hence, the provisions of clause 3(ix)(f) of the Order are not applicable to the Company.
- x.
- a) According to information and explanation given to us, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or availed term loans during the year. Hence, the provisions of Clause (ix) of the Order are not applicable to the Company.
- b) According to information and explanation given to us, During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally). Hence, the provisions of Clause (ix) of the Order are not applicable to the Company.

- xi.
- a) According to information and explanation given to us, no fraud by or on the company by its officers or employees has been noticed or reported during the year.
  - b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
  - c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- xii. According to information and explanation given to us, the Company is not a Nidhi Company. Hence, the provisions of Clause (xii) of the Order are not applicable to the Company.
- xiii. According to information and explanation given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and the details of such transactions have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.
- xiv. According to information and explanation given to us and in our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business. We have considered the internal audit report of the Company issued till date for the period under audit.
- xv. According to information and explanation given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Hence, the provisions of Clause (xv) of the Order are not applicable to the Company.
- xvi. According to information and explanation given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 for the year 2022-23. Hence, the provisions of clause 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.
- xvii. The Company has not incurred any cash loss in the current as well as the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year. Hence, the provisions of Clause (xviii) of the Order are not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities

falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- xx. According to the information and explanations given to us, the Company does not fulfil the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. Hence, the provisions of clause (xx) of the Order are not applicable to the Company.
- xxi. The reporting under clause (xxi) is not applicable in respect of audit of standalone financial statements of the Company. Hence, no comment has been included in respect of said clause under this report.

**For D. N. Kanabar & Co**  
**Chartered Accountants**  
FRN: 104698W

**Deepak Kanabar**  
Proprietor  
Membership No.: 041157  
Mumbai, May 30, 2023  
UDIN: 23041157BGTPAS7666

## **Annexure B” to the Independent Auditor’s Report**

### **Report on the Internal Standalone Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of United Interactive Limited (“the Company”) as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Managements and board of Directors Responsibility for Internal Financial Controls**

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

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

### **Meaning of Internal Financial Controls Over Financial Reporting**

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

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For D. N. Kanabar & Co**  
**Chartered Accountants**  
FRN: 104698W

**Deepak Kanabar**  
Proprietor  
Membership No.: 041157  
Mumbai, May 30, 2023  
UDIN: 23041157BGTPAS7666

**UNITED INTERACTIVE LIMITED****CIN: L72900MH1983PLC030920****Standalone Balance Sheet as at March 31, 2023**

				(₹ in Lakhs)	
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022		
<b>A ASSETS</b>					
<b>1 Non-current assets</b>					
a. <u>Financial assets</u>					
(i) Investment	3	78.14	78.14		
(ii) Other Financial Assets	4	1.78	1.78		
b. Other non-current assets	5	-	2.15		
		<u>79.92</u>	<u>82.07</u>		
<b>2 Current assets</b>					
a. <u>Financial assets</u>					
(i) Cash & cash equivalent	6	2.87	1.93		
b. Other current assets	7	.64	.51		
		<u>3.51</u>	<u>2.45</u>		
<b>TOTAL</b>		<b><u>83.43</u></b>	<b><u>84.52</u></b>		
<b>B EQUITY AND LIABILITIES</b>					
<b>1 Equity</b>					
a. Share capital	8	183.10	183.10		
b. Other equity	9	-100.96	-100.68		
		<u>82.14</u>	<u>82.42</u>		
<b>2 Current liabilities</b>					
a. Other current liabilities	10	1.29	2.09		
		<u>1.29</u>	<u>2.09</u>		
<b>TOTAL</b>		<b><u>83.43</u></b>	<b><u>84.52</u></b>		

Notes 1 to 24 are an integral part of these Standalone Financial Statements

As per our report of even date  
For D. N. Kanabar & Co  
Chartered Accountants  
(FRN:104698W)

For and on behalf of the Board of  
UNITED INTERACTIVE LIMITED

Deepak Kanabar  
Proprietor  
Membership No.041157

Sarayu Somaiya  
Director  
DIN: 00153136

Nishant Upadhyay  
Independent Director  
DIN: 02128886

Place: Mumbai  
Date: May 30, 2023

Basanta Kumar Behera  
Chief Executive Officer

Hemang Joshi  
CFO

Nilesh Amrutkar  
Company Secretary



**UNITED INTERACTIVE LIMITED****CIN: L72900MH1983PLC030920****Standalone Statement of Profit and Loss for the year ended March 31, 2023**

		(₹ in Lakhs)	
Particulars	Note No.	Year ended March 31, 2023	Year ended March 31, 2022
1 Other income	11	15.73	15.63
<b>Total Revenue (I + II)</b>		<b>15.73</b>	<b>15.63</b>
<b>2 Expenses:</b>			
Employee benefits expenses	12	3.18	2.84
Other expenses	13	10.36	10.28
<b>Total expenses</b>		<b>13.54</b>	<b>13.12</b>
<b>Profit before tax (III-IV)</b>		<b>2.19</b>	<b>2.51</b>
<b>3 Tax expense:</b>	14		
(a) Current tax		1.85	-
(b) Taxes of Earlier Years		.63	-
(c) Deferred tax		-	-
<b>Total tax expenses</b>		<b>2.48</b>	<b>.00</b>
<b>Profit (Loss) for the period (V - VI)</b>		<b>-29</b>	<b>2.51</b>
<b>4 Other Comprehensive Income / (Losses)</b>		<b>-</b>	<b>-</b>
<b>Total (Net of Tax)</b>		<b>-</b>	<b>-</b>
<b>Total Comprehensive Income</b>		<b>-29</b>	<b>2.51</b>
<b>5 Earnings per equity share: Basic &amp; diluted (In ₹)</b>	15	<b>(0.02)</b>	<b>0.14</b>
<b>Weighted average number of equity shares</b>		<b>18,31,000</b>	<b>18,31,000</b>

Notes 1 to 24 are an integral part of these Standalone Financial Statements

As per our report of even date  
For D. N. Kanabar & Co  
Chartered Accountants  
(FRN:104698W)

For and on behalf of the Board of  
UNITED INTERACTIVE LIMITED

Deepak Kanabar  
Proprietor  
Membership No.041157

Sarayu Somaiya      Nishant Upadhyay  
Director                      Independent Director  
DIN: 00153136          DIN: 02128886

Place: Mumbai  
Date: May 30, 2023

Basanta Kumar Behera  
Chief Executive Officer

Hemang Joshi              Nilesh Amrutkar  
CFO                              Company Secretary

UNITED INTERACTIVE LIMITED					
CIN: L72900MH1983PLC030920					
Standalone Statement of Changes in Equity					
<b>(a) Equity share capital</b>					
<b>For the year ended March 31, 2023</b>					
	<b>No. of Shares</b>	<b>₹ in Lakhs</b>			
Equity shares of 10 each issued, subscribed and fully paid as at April 1,2022	18,31,000	183.10			
Changes in Equity Share Capital due to prior period errors	-	-			
Restated balance	-	-			
Changes in Equity Share Capital during the current year	-	-			
<b>Balance As at March 31, 2023</b>	<b>18,31,000</b>	<b>183.10</b>			
<b>For the year ended March 31, 2022</b>					
	<b>No. of Shares</b>	<b>₹ in Lakhs</b>			
Equity shares of 10 each issued, subscribed and fully paid as at April 1,2021	18,31,000	183.10			
Changes in Equity Share Capital due to prior period errors	-	-			
Restated balance	-	-			
Changes in Equity Share Capital during the current year	-	-			
<b>Balance As at March 31, 2022</b>	<b>18,31,000</b>	<b>183.10</b>			
<b>(b) Other Equity</b>					
<b>F.Y. 2022-23</b>					
	<b>Reserves and Surplus</b>				<b>Total</b>
<b>Particulars</b>	<b>Retained Earnings</b>	<b>Reserve for Equity/Debt Instruments through OCI</b>	<b>Securities Premium Reserve</b>	<b>General Reserve</b>	
<b>Balance at the beginning of reporting period i.e. April 01, 2022</b>	-128.02	-	23.20	4.14	-100.68
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of reporting	-128.02	-	23.20	4.14	-100.68
Profit for the year	-29	-	-	-	-29
Total Comprehensive Income (Losses)	-	-	-	-	-
Dividend Paid	-	-	-	-	-
Net cumulative (gain)/loss reclassified from other comprehensive income on sale of financial assets carrying at fair value	-	-	-	-	-
Amount transferred from Retained earnings to General Reserve	-	-	-	-	-
<b>Balance at the end of reporting period i.e. March 31, 2023</b>	<b>-128.31</b>	<b>-</b>	<b>23.20</b>	<b>4.14</b>	<b>-100.96</b>
<b>F.Y. 2021-22</b>					
	<b>Reserves and Surplus</b>				<b>Total</b>
<b>Particulars</b>	<b>Retained Earnings</b>	<b>Reserve for Equity/Debt Instruments through OCI</b>	<b>Securities Premium Reserve</b>	<b>General Reserve</b>	
<b>Balance at the beginning of reporting period i.e. April 01, 2021</b>	-130.53	-	23.20	4.14	-103.19
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of reporting	-130.53	-	23.20	4.14	-103.19
Profit for the year	2.51	-	-	-	2.51
Total Comprehensive Income (Losses)	-	-	-	-	-
Dividend Paid	-	-	-	-	-
Net cumulative (gain)/loss reclassified from other comprehensive income on sale of financial assets carrying at fair value	-	-	-	-	-
Amount transferred from Retained earnings to General Reserve	-	-	-	-	-
<b>Balance at the end of reporting period i.e. March 31, 2022</b>	<b>-128.02</b>	<b>-</b>	<b>23.20</b>	<b>4.14</b>	<b>-100.68</b>
Notes 1 to 24 are an integral part of these Standalone Financial Statements					
As per our report of even date					
For D. N. Kanabar & Co Chartered Accountants (FRN:104698W)			For and on behalf of the Board of UNITED INTERACTIVE LIMITED		
Deepak Kanabar Proprietor Membership No.041157			Sarayu Somaiya Director DIN: 00153136		Nishant Upadhyay Independent Director DIN: 02128886
Place: Mumbai Date: May 30, 2023			Basanta Kumar Behera Chief Executive Officer		
			Hemang Joshi CFO		Nilesh Amrutkar Company Secretary



**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

**Standalone Notes to the Financial Statements for the year ended March 31, 2023****BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES**

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**1. COMPANY OVERVIEW**

The Company is a public limited company, domiciled in India and registered with the ROC – Mumbai (Maharashtra) vide Corporate Identification number (CIN) L72900MH1983PLC030920.

Registered office of the Company is situated at 602, Maker Bhavan No.III, New Marine Lines, Mumbai – 400020.

The Company is into the business of IT & IT Enabled Services.

**1.1. BASIS OF PREPARATION AND PRESENTATION**

This note provides a list of the significant accounting policies adopted in the presentation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

**A. BASIS OF PREPARATION AND PRESENTATION**

The financial statements of the Company have been prepared in accordance with and to comply in all material aspects with the Indian Accounting Standards (Ind AS) as prescribed under Companies Act 2013 ("the Act"), Companies (Indian Accounting Standards) Rules 2015 and other relevant provisions of the Act and rules made thereunder.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

The accounting policies have been consistently applied by the company and are consistent with those used in the previous year.

**B. USE OF ESTIMATES AND JUDGEMENTS**

The preparation of the financial statements is in conformity with Ind AS which requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates.

The estimates and underlying assumptions are reviewed on Going Concern basis.

Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

### **C. FAIR VALUE MEASUREMENT**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
  - In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. Fair value for measurement and /or disclosure purpose in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

For other fair value related disclosures refer note no.22.

### **D. CLASSIFICATION OF EXPENDITURE / INCOME**

Except otherwise indicated:

- i) All expenditure and income are accounted for under the natural heads of account.
- ii) All expenditure and income are accounted for on accrual basis.

## **2. SIGNIFICANT ACCOUNTING POLICIES**

### **A. REVENUES**

#### **Revenues**

Revenue from sale in the course of ordinary activities is measured at the value of the consideration received or receivable. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing effective control over, or managerial involvement with, the goods, and the amount of revenue can be measured reliably. The timing of transfers of risks and rewards normally happen upon issue of contract by the intermediary.

#### **Interest Income**

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective rate applicable, which is the rate that exactly discounts estimated future cash flows through the expected life of the financial asset to that asset's net carrying amount on the initial recognition.

#### **Dividend Income**

Dividend income is recognized when the right to receive is established, which is generally when shareholders approve the dividend.

### **LEASES**

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

### **B. PROPERTY, PLANT AND EQUIPMENT (PPE)**

#### **Recognition and measurement:**

The Company does not have any Property, Plant and Equipment (PPE).

### **C. INTANGIBLE ASSETS**

The Company does not have any Intangible Assets.

### **D. INVENTORIES**

The Company does not have any Inventory.

## **E. FINANCIAL INSTRUMENTS**

### **Initial Recognition:**

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through statement of profit and loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

### **Subsequent Recognition:**

#### **Non-derivative financial instruments**

**(i) Financial assets carried at amortized cost:** A financial asset is subsequently measured at amortized 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.

**(ii) 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.

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

**(iv) Financial liabilities:** Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate to its fair value due to the short maturity of these instruments.

**(v) Investment in Subsidiaries/Joint ventures / Associates:** Investment in subsidiaries / Joint Ventures / Associates are carried at cost in the separate financial statements. Any gain or losses on disposal of these investments are recognized in the statement of profit & loss.

### **De-recognition of Financial Assets:**

A financial asset is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

**Standalone Notes to the Financial Statements for the year ended March 31, 2023****BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES**

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**Classification as debt or equity**

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

**Equity Instruments**

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

**F. FINANCIAL LIABILITIES**

Financial liabilities are initially recognized at the fair value of the consideration received less directly attributable transaction cost.

Subsequent to initial measurement, financial liabilities are measured at amortized cost. The difference in the initial carrying amount of the financial liabilities and their redemption value is recognized in the statement of profit & loss over the contractual term using the effective interest rate method. This category includes the following class of liabilities; trade and other payables, borrowing; and other financial liabilities.

Financial liabilities are further classified as current and non-current depending whether they are payable within 12 months from the balance sheet date or beyond.

Financial liabilities are derecognized when the company is discharged from its obligation; they expire, are cancelled or replaced by a new liability with substantial modified terms.

**Derecognition of financial liabilities**

A financial liability is derecognized 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 recognized in the statement of profit or loss.

**G. TRADE RECEIVABLES**

Trade receivables represents amount billed to customers as credit sales and are net off; a) any amount billed but for which revenues are reversed under the relevant Indian accounting standard and b) impairment for trade receivables, which is estimated for amounts not expected to be collected in full.

**H. LOANS AND ADVANCES**

Loans and advances are non-derivative financial assets with fixed and determinable payments. This category includes the loans, cash and bank balances, other financial assets and other current assets.

Subsequent to initial measurement, loans and receivables are carried at amortized cost based on effective interest rate method less appropriate allowance for doubtful receivables. Loans and advances are further classified as current and non-current depending whether they will realize within 12 months from the balance sheet date or beyond.



**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

**Standalone Notes to the Financial Statements for the year ended March 31, 2023****BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES**

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**I. EARNING PER SHARE**

Basic Earnings Per Share is computed by dividing the net profit attributable to the equity shareholders of the company to the weighted average number of Shares outstanding during the period & Diluted earnings per share is computed by dividing the net profit attributable to the equity shareholders of the company after adjusting the effect of all dilutive potential equity shares that were outstanding during the period to the weighted average number of shares outstanding during the period including the weighted average number of equity shares that could have issued upon conversion of all dilutive potential

**J. TAXATION****Current Tax**

Current tax is tax expected, tax payable on the taxable income for the year, using the tax rate enacted at the reporting date, and any adjustment to the tax payable in respect of the earlier periods.

Current tax assets and liabilities are offset where the company has legal enforceable right to offset and intends either to settle on net basis, or to realize the assets and settle the liability simultaneously.

**Deferred Tax Assets and Liabilities**

Deferred tax is recognized for all taxable temporary differences and is calculated based on the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is measured at the tax rates that are expected to be applied when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted at the reporting date.

Deferred tax assets are recognized only to the extent that it is probable that future taxable profits will be available against which the assets can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset and when the deferred tax balances relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but the Group intends to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

**Current and Deferred Tax for the Year**

Deferred tax provision has not been recognized, as there is no virtual certainty that there would be future taxable profits to realize the assets. The same shall be recognized as and when the situation justifies.

**K. EMPLOYEE BENEFITS**

The company provides Defined contribution plans benefit include the amount paid by the company towards the liability for Provident fund to the Employees Provident Fund Organization.

In respect Defined Contribution Plans, contribution made to the specified fund based on the services rendered by the employees are charged to Statement of Profit & Loss in the year in which services are rendered by the employee.

## **L. IMPAIRMENT**

### **Financial assets**

The company recognizes the impairment on financial assets based on the expected credit loss model for the financial assets which are not fair value through profit and loss account. Loss allowance on trade receivables, with no significant financing component is measured at an amount equal to lifetime expected credit loss. For all financial assets expected credit losses are measured at an amount equal to 12-month ECL unless there has been significant increase in credit risk from initial recognition in which case these are measured at lifetime expected credit loss. 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 the profit and loss for the period.

### **Intangible assets, investment property and property, plant and equipment**

Intangible assets, investment property and property plant & equipment are evaluated for recoverability wherever events or changes in circumstances indicate that their carrying amount may not be recoverable.

For impairment testing, assets that do not generate independent cash flows are grouped together into cash generating units (CGUs).

For the purpose of impairment testing, the recoverable amount (i.e., the higher of the fair value less cost to sell and the value in use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such asset is considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit & loss if there have been changes in the estimates used to determine the recoverable amount. The carrying amount is increased to its revised recoverable amount, provided that this amount does not exceeds the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss has been recognized for the asset in prior years.

## **M. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

A provision is recognized, if as a result of past event the company has present legal or constructive obligations that is reasonably estimable and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to liability.

Contingent liabilities are disclosed for possible obligations arising out of uncertain events not wholly in control of the company.

Contingent assets are not recognized in the financial statements. However due disclosures are made in the financial statements for the contingent assets, where economic benefits are probable and amount can be estimated reliably.

## **N. FOREIGN CURRENCY TRANSACTIONS**

### **Functional Currency**

The Companies functional currency is Indian Rupees. The financial statement of the company is presented in Indian rupees.

### **Transaction and translations**

Transactions in currency other than Indian Rupees are recorded at the rate, as declared by the custom and excise department / inter-bank rates, ruling on the date of transaction.

Unsettled Foreign currency denominated monetary assets and liabilities, as at the balance sheet date, are translated using the exchange rates as at the balance sheet date. The gain or loss resulting from the translation is recognized in the profit & loss. Non-monetary assets and non-monetary liabilities denominated in foreign currency and measured at cost are translated at the exchange rate at the date of the transaction.

Non-monetary assets and non-monetary liabilities denominated in foreign currency and measured carried at fair value are translated at the date when the fair value is determined.

Transaction gain or losses realized upon settlement of foreign currency transaction are included in determining the net profit for the period in which transaction is settled.

Exchanges difference arises on settlement / translation of foreign currency monetary items relating to acquisition of property, plant & equipment till the period they are put to use for commercial production, are capitalized to the cost of assets acquired and provided for over the useful life of the property, plant & equipment.

## **O. NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS**

Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying value and fair value less costs to sell.

Assets and disposal groups are classified as held for sale if their carrying value will be recovered through a sale transaction rather than through continuing use. This condition is only met when the sale is highly probable and the asset, or disposal group, is available for immediate sale in its present condition and is marketed for sale at a price that is reasonable in relation to its current fair value. The Company must also be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Where a disposal group represents a separate major line of business or geographical area of operations, or is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations, then it is treated as a discontinued operation. The post-tax profit or loss of the discontinued operation together with the gain or loss recognised on its disposal are disclosed as a single amount in the statement of profit and loss, with all prior periods being presented on this basis.

## **P. BORROWING COST**

Borrowings cost are interest and other costs incurred in connection with the borrowing of funds. Borrowing cost directly attributable to the acquisition or construction of qualifying / eligible assets, intended for commercial production are capitalized as part of the cost of such assets. All other borrowing costs are recognized as an expense in the year in which they are incurred

**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

**Standalone Notes to the Financial Statements for the year ended March 31, 2023****BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES**

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**Q. CASH AND CASH EQUIVALENTS**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with original maturity of three months or less, which are subject to an insignificant risk of changes in value.

**R. RECENT ACCOUNTING PRONOUNCEMENTS**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 31st March 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from 1st April 2023, as below:

**Ind AS 1 – Presentation of Financial Statements**

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

**Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors:**

The amendments has introduced a definition of "accounting estimates" and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The Company does not expect the amendment to have any material impact in its financial statements.

**Ind AS 12 - Income Taxes:**

The amendment requires entities to recognize deferred tax on transactions that, in initial recognition, give rise to equal amounts of taxable and deductible temporary differences. This amendment has narrowed the scope of the initial recognition exemption. The Company does not expect the amendment to have any impact on its financial statements.

**UNITED INTERACTIVE LIMITED**  
**Standalone Notes Forming Part of Financial Statements**

(₹ in Lakhs)

<b>3 INVESTMENTS - NON CURRENT</b>	<b>Qty</b>	<b>As at March 31, 2023</b>	<b>Qty</b>	<b>As at March 31, 2022</b>
<b>Mesured at cost (less impairment, if any)</b>				
<b>In Subsidiary Company</b>				
<b>Fully paid equity shares (Unquoted)</b>				
Netesoft India Limited	7,81,400	78.14	7,81,400	78.14
<b>Total</b>		<b>78.14</b>		<b>78.14</b>
Aggregate cost of unquoted investments				
		78.14		78.14
<b>4 OTHER FINANCIAL ASSETS - NON CURRENT</b>				
		<b>As at March 31, 2023</b>		<b>As at March 31, 2022</b>
<b>(Unsecured considered good)</b>				
Security Deposits		1.78		1.78
		<b>1.78</b>		<b>1.78</b>
<b>5 OTHER FINANCIAL ASSETS - NON CURRENT</b>				
		<b>As at March 31, 2023</b>		<b>As at March 31, 2022</b>
<b>(Unsecured considered good)</b>				
Receivable from Revenue Authorities		-		2.15
		<b>-</b>		<b>2.15</b>
<b>6 CASH &amp; CASH EQUIVALENTS</b>				
		<b>As at March 31, 2023</b>		<b>As at March 31, 2022</b>
<b>(i) Balances with banks</b>				
- In current account		2.73		1.78
<b>(ii) Cash on hand</b>		<b>.14</b>		<b>.16</b>
<b>Total</b>		<b>2.87</b>		<b>1.93</b>
<b>7 OTHER CURRENT ASSETS</b>				
		<b>As at March 31, 2023</b>		<b>As at March 31, 2022</b>
<b>(Unsecured considered good)</b>				
Advances receivable in cash or kind or for value to be received		.64		.51
<b>Total</b>		<b>.64</b>		<b>.51</b>
<b>8 SHARE CAPITAL</b>				
		<b>As at March 31, 2023</b>		<b>As at March 31, 2022</b>
<b>Authorised Share Capital</b>				
<b>25,00,000 Equity Shares of ₹10/- each</b>		250.00		250.00
(Previous year 25,00,000 Equity Shares of ₹10/- each)				
<b>50000 4% Cumulative Redeemable Non convertible Preference Shares of ₹100/- each</b>				
		50.00		50.00
(Previous Year 50000 4% Cumulative Redeemable Non convertible Preference Shares of ₹100/- each)				
		<b>300.00</b>		<b>300.00</b>
<b>Issued, Subscribed and Paid-up Capital</b>				
<b>18,31,000 Equity Shares of ₹10/-each fully paid-up.</b>		183.10		183.10
(Previous year 18,31,000 Equity Shares of ₹10/- each)				
		<b>183.10</b>		<b>183.10</b>

**8.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period**

<b>Particulars</b>	<b>As at March 31, 2023</b>		<b>As at March 31, 2022</b>	
	<b>In Nos.</b>	<b>₹ in Lakhs</b>	<b>In Nos.</b>	<b>₹ in Lakhs</b>
At the beginning of the Period	18,31,000	183.10	18,31,000	183.10
Issued During the Period	-	-	-	-
Outstanding at the end of the period	<b>18,31,000</b>	<b>183.10</b>	<b>18,31,000</b>	<b>183.10</b>

**UNITED INTERACTIVE LIMITED**  
**Standalone Notes Forming Part of Financial Statements**

(₹ in Lakhs)

**8.2 Details of shares held by each shareholder holding more than 5% shares:**

<u>Name of Shareholder</u>	<b>As at March 31, 2023</b>		<b>As at March 31, 2022</b>	
	<b>No. of Shares held</b>	<b>% of Holding</b>	<b>No. of Shares held</b>	<b>% of Holding</b>
Sarayu Somaiya	12,78,530	69.83%	12,78,530	69.83%

**8.3 Terms / rights attached to equity shares**

The company has only one class of issued equity share capital having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share and right to receive dividend, if any, declared on the equity shares. In the event of liquidation of the Company all preferential amounts if any shall be discharged by the Company. The remaining assets of the Company shall be distributed to the holders of Equity Shares in proportion of the number of shares held to the total equity shares outstanding as on that date.

**8.4 Disclosure of Shareholding of Promoters**

The details of the shares held by promoters as at March 31, 2023 are as follows:

<u>Promoter Name</u>	<b>As at March 31, 2023</b>		<b>As at March 31, 2022</b>		<b>% Change during the year</b>
	<b>No. of Shares held</b>	<b>% of total shares</b>	<b>No. of Shares held</b>	<b>% of total shares</b>	
Sarayu Somaiya	12,78,530	69.83%	12,78,530	69.83%	0%

**9 OTHER EQUITY**

	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
Securities Premium	23.20	23.20
General Reserve	4.14	4.14
<b>Profit &amp; Loss Account</b>		
Loss brought forward	-128.02	-130.53
Add: Profit During The Year	-29	2.51
	<u>-128.31</u>	<u>-128.02</u>
<b>Total</b>	<b><u>-100.96</u></b>	<b><u>-100.68</u></b>

**10 OTHER CURRENT LIABILITIES**

	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
For Expenses	1.29	2.09
<b>Total</b>	<b><u>1.29</u></b>	<b><u>2.09</u></b>

**11 OTHER INCOME**

	<b>Year ended March 31, 2023</b>	<b>Year ended March 31, 2022</b>
Dividend	15.63	15.63
Interest on Income Tax Refund	.11	-
<b>Total</b>	<b><u>15.73</u></b>	<b><u>15.63</u></b>

**12 EMPLOYEE BENEFITS EXPENSES**

	<b>Year ended March 31, 2023</b>	<b>Year ended March 31, 2022</b>
Salaries and wages	2.90	2.57
Contribution to employees welfare fund	.28	.27
<b>Total</b>	<b><u>3.18</u></b>	<b><u>2.84</u></b>

**13 OTHER EXPENSES**

	<b>Year ended March 31, 2023</b>	<b>Year ended March 31, 2022</b>
Listing Fees	3.54	3.54
AGM Expenses	.46	.46
Office Expenses	.74	.77
RTA Charges	.87	.71
Auditors Remuneration	2.01	2.01
Other expenses	2.74	2.79
<b>Total</b>	<b><u>10.36</u></b>	<b><u>10.28</u></b>

**UNITED INTERACTIVE LIMITED**  
**Standalone Notes Forming Part of Financial Statements**

(₹ in Lakhs)

**14 Tax Expenses**

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Current Tax	1.85	-
Taxes of Earlier Years	.63	-
Deferred Tax	-	-
<b>Total Income Tax Expense</b>	<b>2.48</b>	<b>-</b>
Reconciliation of Effective tax rate on profit before tax:		
Enacted Income tax rate	25.17%	25.17%
Profit before tax	<b>2.19</b>	<b>2.51</b>
Add: Net cumulative (gain)/loss reclassified from other comprehensive income on sale of financial assets carrying at fair value	-	-
Total Profit before tax	<b>2.19</b>	<b>2.51</b>
<b>Current tax as per enacted tax rate</b>	<b>.55</b>	<b>.63</b>
Tax effect of:		
Expenses Disallowed	1.59	1.53
Set off of Losses	-.18	-2.16
Others	-.12	-
<b>Current Tax Provision</b>	<b>1.85</b>	<b>0.00</b>
Effective Tax Rate	<b>84.31%</b>	<b>0.00%</b>
Increase / (Decrease) in Deferred Tax Liability	-	-
(Increase) / Decrease in Deferred Tax Asset	-	-
<b>Deferred Tax Provision</b>	<b>-</b>	<b>-</b>

The current tax rate for the reconciliation has been considered as per the prevailing tax rate and deferred tax is recognised considering the tax rate applicable to the

**15 Earning Per Share (EPS)**

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Profit for the year	-.29	2.51
Weighted average number of equity shares ₹ 10/- each	18,31,000	18,31,000
<b>EPS - Basic &amp; Diluted (In ₹)</b>	<b>(0.02)</b>	<b>0.14</b>

"Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity Shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity Shares outstanding during the year plus the weighted average number of Equity Shares that would be issued on conversion of all the dilutive potential Equity Shares into Equity Shares."

**16 Payment To Auditors**

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Audit Fees	2.01	2.01
Compliance and Certification	-	-
Others	-	-
	<b>2.01</b>	<b>2.01</b>

## 17. Leases

### The Company as a lessee

The Company's lease asset classes primarily consist of leases buildings / office premises. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low-value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis / as per contract over the term of the lease.

Considering the current lease as low value lease, the lease payment made during the year recognized as an operating expense.

## 18. Employee Benefits

- i) Contribution to the Employees Provident Funds is made at a predetermined Rate.
- ii) On account of Defined Contribution Plan, the Company has charged the following amounts in the Profit and Loss Account:

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Provident Fund	0.28	0.27
<b>Total</b>	<b>0.28</b>	<b>0.27</b>

## 19. Related Party Transaction

Key Management Personnel: Mrs. Sarayu Somaiya, Director

Related Parties with whom transaction has taken place during the year:

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Directors Sitting Fees		
1. Nishant Upadhyay	0.70	0.60
Remuneration to Company Secretary		
1. Nilesh Amrutkar	2.90	2.57
Rent Paid:		
1. Ganesh Keshav Securities Pvt. Ltd	0.60	0.60



**20. Dues to Micro, Small and Medium Enterprises**

There are no Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006 to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made.

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

<b>Particulars</b>	<b>For the year ended March 31, 2023</b>	<b>For the year ended March 31, 2022</b>
1.The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	NIL	NIL
2.The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	NIL	NIL
3.The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	NIL	NIL
4.The amount of interest accrued and remaining unpaid at the end of each accounting year;	NIL	NIL
5.The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL

**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

**Standalone Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2023****21. The ratios for the year ended 31st March, 2023 and 31st March, 2022 are as follows-**

Particulars	Numerator	Denominator	For the year ended March 31, 2023	For the year ended March 31, 2022	Variations (in%)
Current ratio	Current assets	Current liabilities	3	2	132%
Return on Equity (ROE)	Net Profits after taxes	Average Shareholder's Equity	-0.16%	1%	111%
Return on capital employed (ROCE)	Earnings before interest and taxes	Capital Employed [1]	2.67%	3%	12%
<b>Return on investment (ROI)</b>					
Unquoted	Income generated from Investments	Time weighted average investments [2]	0.20	0.20	0%

1. Capital Employed = Tangible Net Worth (Shareholders Funds - Intangible Assets).
2. Time weighted average investments = Investment in Subsidiary.

**Reason for Variances**

3. Current ratio - The ratio is improved on account of decreased in current liabilities.
4. Return on Equity (ROE) - The ratio is declined on account of current tax payable.

**22. Fair value Measurement**

The carrying values of the instruments are as follows:

(₹ in lakhs)

Particulars	As at	Amortised Cost	Financial Assets / Liabilities at fair value through Profit or Loss	Financial Assets / Liabilities at fair value through OCI	Total Carrying Value
<b>Assets</b>					
<b>Financial Assets</b>					
i) Investment	31.03.2023 31.03.2022	78.14 78.14	- -	- -	78.14 78.14
ii) Other Financial Assets (non-current)	31.03.2023 31.03.2022	1.78 1.78	- -	- -	1.78 1.78
iii) Cash & Cash Equivalent	31.03.2023 31.03.2022	2.87 1.93	- -	- -	2.87 1.93
<b>Total</b>	31.03.2023 31.03.2022	82.79 81.85	- -	- -	82.79 81.85
<b>Liabilities</b>					
<b>Financial Liabilities</b>					
i) Other Long-Term Liabilities	31.03.2023 31.03.2022	- -	- -	- -	- -

**Fair Value hierarchy disclosures:**

**Level 1** - Financial Instruments measured using quoted prices. This includes listed equity instruments, traded bonds, ETF's and mutual funds that have quoted prices. The fair value of all equity instruments (including bonds) which are traded in stock exchanges is valued using the closing prices as at the reporting period. The mutual funds are valued using the closing NAV.

**Level 2** - 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 are observable, the instrument is included in level 2.

**Level 3** - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs). This is the case of unlisted equity securities, contingent consideration and indemnification asset included in level 3.

The carrying amounts of trade receivables, cash and cash equivalent, current other financial assets are considered to be the same as their fair values, due to their short-term nature.

The carrying amounts of non-current financial assets are primarily consist of Term-Deposit with banks considered to be the same as their fair value as it the same is interest bearing and are close to the fair value.

The investment included in Level 1 of fair value hierarchy has been valued using quotes available in the active market. The investment included in Level 2 of fair value hierarchy has been valued using quotes available for the similar assets and liabilities in the active market. The cost of unquoted investments approximates the fair value because there is a wide range of possible fair value measurement and the cost represents estimate fair value within that range.

**23. Additional regulatory information required by Schedule III-**

- a. The Company has not been declared by willful defaulter by any bank or financial institution or government or any government authority.
- b. The Company has no transactions with companies struck off under companies Act ,2013.
- c. There is no any income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income tax,1961, that has been recorded in the books of account.
- d. The Company has not traded or invested in crypto currency or virtual currency during the current and previous year.
- e. The Company has not revalued its property, plant and equipment or intangible assets or both during the current and previous year.
- f. There are no charge or satisfaction which are yet to be registered with register of Companies beyond the statutory period.

**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

**Standalone Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2023**

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**24.** Previous year's figures have been regrouped/reclassified wherever necessary, to confirm with the current years' classification/disclosures.

Notes 1 to 24 are an integral part of these Standalone Financial Statements

As per our report of even date  
Chartered Accountants  
For D. N. Kanabar & Co.  
(FRN 104698W)

For and on behalf of the Board of Directors of  
UNITED INTERACTIVE LIMITED

Sarayu Somaiya	Nishant Upadhyay	Basanta Kumar Behera
Director	Independent Director	Chief Executive Officer
DIN: 00153136	DIN: 02128886	

Deepak Kanabar  
Proprietor  
Membership No.041157  
Mumbai, May 30, 2023

Hemang Joshi	Nilesh Amrutkar
Chief Financial Officer	Company Secretary

# UNITED INTERACTIVE LIMITED

## CONSOLIDATED FINANCIAL STATEMENTS

FINANCIAL YEAR 2022-2023

## **INDEPENDENT AUDITOR'S REPORT**

**To,  
The Members,  
United interactive limited**

### **Report on the Audit of the Consolidated Financial Statements**

We have audited the accompanying Consolidated Financial Statements of United Interactive Limited (“the Holding Company”), and its subsidiary company ‘Netesoft India Limited’ (collectively referred to as “the Group”), which comprise the Consolidated Balance Sheet as at March 31, 2023, the consolidated Statement of Profit and Loss (including other comprehensive income), the consolidated statement of changes in equity and Consolidated Cash Flow Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the consolidated financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2023, and its consolidated loss and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (‘ICAI’), and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Act. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Key Audit Matters**

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

### **Other Information**

The Holding Company’s management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company’s Annual Report, but does not include the financial statements and our auditors’ report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

#### **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

The Holding Company's management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Board of Directors of the entities included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each entity and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective management and Board of Directors of the entities included in the Group are responsible for assessing the ability of each entity 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 entity or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the entities included in the Group is responsible for overseeing the financial reporting process of each entity.

#### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

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

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

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

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

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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



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

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
  - c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors of the Holding Company and its subsidiary, as on March 31, 2023 and taken on record by the Board of Directors of respective companies, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate report in **Annexure A**.
  
2. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - a. The Group does not have any pending litigations which would impact its financial position.
  - b. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses:
  - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group during the year ended March 31, 2023.

- d. (i) The respective managements of the Holding Company and its subsidiary which is company incorporated in India whose financial statements have been audited under the Act have represented to us that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or such subsidiary to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Holding Company or any of such subsidiary or Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (ii) The respective managements of the Holding Company and its subsidiary which is Companies incorporated in India whose financial statements have been audited under the Act have represented to us that, to the best of their knowledge and belief, no funds have been received by the Company or any of such subsidiary from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiary shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Parties or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.
- (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.
- e. The dividend declared or paid during the year by the Subsidiary Company is in compliance with Section 123 of the Act. The Holding Company incorporated in India has neither declared nor paid any dividend during the year.
3. With respect to the matter to be included in the Auditors’ report under Section 197(16):  
In our opinion and according to the information and explanation given to us, the remuneration paid during the current year by the Holding Company and its subsidiary is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary which are incorporated in India, is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

As per our report of even date

**For D. N. Kanabar & Co**  
**Chartered Accountants**  
FRN: 104698W

**Deepak Kanabar**  
Proprietor  
Membership No.: 041157  
Mumbai, May 30, 2023  
UDIN: 23041157BGTPAT8865

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

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

#### **Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

##### **Opinion**

In conjunction with our audit of the consolidated financial statements of United Interactive Limited ("the Holding Company") as of March 31, 2023, we have audited the internal financial controls with reference to the financial statements of the Holding Company and its subsidiary, which are incorporated in India as of that date.

In our opinion, the Holding Company and its subsidiary which is incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2023, based on the internal control with reference to financial statements criteria established by the Holding Company and its subsidiary, considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

##### **Management's Responsibility for Internal Financial Controls**

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

##### **Auditor's Responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary which is incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial control system with reference to financial statements of the Holding Company and its subsidiary which is incorporated in India.

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

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

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

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, the Holding Company and such companies incorporated in India which are its subsidiary companies, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2023, based on the internal financial controls with reference to financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

As per our report of even date

**For D. N. Kanabar & Co**  
**Chartered Accountants**  
FRN: 104698W

**Deepak Kanabar**  
Proprietor  
Membership No.: 041157  
Mumbai, May 30, 2023  
UDIN: 23041157BGTPAT8865



**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

**Consolidated Statement of Profit and Loss for the year ended March 31, 2023**

(₹ in Lakhs)

Particulars	Note No.	Year ended March 31, 2023	Year ended March 31, 2022
1 Revenue from operations	15	224.37	90.25
2 Other income	16	295.83	340.31
<b>Total Revenue (I + II)</b>		<b>520.21</b>	<b>430.57</b>
<b>3 Expenses:</b>			
Purchases - Securities		491.08	-
Changes in Inventories		-202.27	96.64
Employee benefits expenses	17	91.80	84.05
Depreciation and amortisation	3	16.60	39.95
Other expenses	18	191.92	77.53
Finance Cost	19	.30	-
<b>Total expenses</b>		<b>589.42</b>	<b>298.16</b>
<b>Profit before tax (III-IV)</b>		<b>-69.21</b>	<b>132.40</b>
<b>4 Tax expense:</b>	20		
(1) Current tax		-67.08	-
(2) Taxes of earlier years		-.82	-6.27
(3) Deferred tax		-.37	-2.00
		<b>-68.27</b>	<b>-8.28</b>
<b>Profit (Loss) for the period (V - VI)</b>		<b>-137.49</b>	<b>124.12</b>
<b>5 Other Comprehensive Income / (Losses)</b>			
<b>A Items that may not be reclassified subsequently to profit and loss A/c</b>			
Changes in fair value of financial assets		416.85	436.57
Income Tax thereon		25.93	-31.21
<b>Total (Net of Tax)</b>		<b>442.78</b>	<b>405.36</b>
<b>Total Comprehensive Income</b>		<b>305.29</b>	<b>529.48</b>
<b>Profit for the year attributable to:</b>			
Shareholders of the company		-77.92	56.88
Non-controlling interest		-59.57	67.25
<b>Total</b>		<b>-137.49</b>	<b>124.12</b>
<b>Total comprehensive income for the year attributable to:</b>			
Shareholders of the company		147.90	263.61
Non-controlling interest		157.39	265.87
<b>Total</b>		<b>305.29</b>	<b>529.48</b>
<b>6 Earnings per equity share: Basic &amp; diluted</b>	21	<b>(4.26)</b>	<b>3.11</b>
<b>Weighted average number of equity shares</b>		<b>18,31,000</b>	<b>18,31,000</b>

Notes 1 to 30 are an integral part of the Consolidated financial statements.

As per our report of even date  
For D N Kanabar & Co.  
Chartered Accountants  
(FRN 104698W)

Deepak Kanabar  
Proprietor  
Membership No.041157

Place: Mumbai  
Date: May 30, 2023

For and on behalf of the Board of  
UNITED INTERACTIVE LIMITED

Sarayu Somaiya      Nishant Upadhyay  
Director              Director  
DIN: 00153136      DIN: 02128886

Basanta Kumar Behera  
Chief Executive Officer

Hemang Joshi      Nilesh Amrutkar  
CFO                  Company Secretary

UNITED INTERACTIVE LIMITED							
CIN: L72900MH1983PLC030920							
Consolidated Statement of Changes in Equity							
(a) Equity share capital							
For the year ended March 31, 2023						No. of Shares	₹ in Lakhs
Equity shares of 10 each issued, subscribed and fully paid as at April 1, 2022						18,31,000	183.10
Changes in Equity Share Capital due to prior period errors						-	-
Restated balance						-	-
Changes in Equity Share Capital during the current year						-	-
<b>Balance As at March 31, 2023</b>						<b>18,31,000</b>	<b>183.10</b>
For the year ended March 31, 2022						No. of Shares	₹ in Lakhs
Equity shares of 10 each issued, subscribed and fully paid as at April 1, 2021						18,31,000	183.10
Changes in Equity Share Capital due to prior period errors						-	-
Restated balance						-	-
Changes in Equity Share Capital during the current year						-	-
<b>Balance As at March 31, 2022</b>						<b>18,31,000</b>	<b>183.10</b>
(b) Other Equity							
F.Y. 2022-23							
Particulars	Reserves and Surplus					Capital Reserve	Total
	Retained Earnings	Reserve for Equity/Debt Instruments through OCI	Securities Premium Reserve	General Reserve			
Balance at the beginning of reporting period i.e. April 01, 2022	714.63	917.60	23.20	40.35	1075.60	2771.39	
Changes in accounting policy or prior period errors	-	-	-	-	-	-	
Restated balance at the beginning of reporting period	714.63	917.60	23.20	40.35	1075.60	2771.39	
Profit for the year	-77.92	-	-	-	-	-77.92	
Total Comprehensive Income (Losses)	.00	225.82	-	-	-	225.82	
Dividend Paid	-15.01	-	-	-	-	-15.01	
Net cumulative (gain)/loss reclassified from other comprehensive income on sale of financial assets carrying at fair value	403.61	-403.61	-	-	-	-	
Amount transferred from Retained earnings to General Reserve	-	-	-	-	-	-	
Gratuity Experience Adjustments	-	-1.05	-	-	-	-1.05	
<b>Balance at the end of reporting period i.e. March 31, 2023</b>	<b>1025.31</b>	<b>738.77</b>	<b>23.20</b>	<b>40.35</b>	<b>1075.60</b>	<b>2903.22</b>	
F.Y. 2021-22							
Particulars	Reserves and Surplus					Capital Reserve	Total
	Retained Earnings	Reserve for Equity/Debt Instruments through OCI	Securities Premium Reserve	General Reserve			
Balance at the beginning of reporting period i.e. April 01, 2021	602.90	780.74	23.20	40.35	1075.60	2522.79	
Changes in accounting policy or prior period errors	-	-	-	-	-	-	
Restated balance at the beginning of reporting period	602.90	780.74	23.20	40.35	1075.60	2522.79	
Profit for the year	56.88	-	-	-	-	56.88	
Total Comprehensive Income (Losses)	.00	206.73	-	-	-	206.73	
Dividend Paid	-15.01	-	-	-	-	-15.01	
Net cumulative (gain)/loss reclassified from other comprehensive income on sale of financial assets carrying at fair value	69.87	-69.87	-	-	-	-	
Amount transferred from Retained earnings to General Reserve	-	-	-	-	-	-	
Gratuity Experience Adjustments	-	-	-	-	-	-	
<b>Balance at the end of reporting period i.e. March 31, 2022</b>	<b>714.63</b>	<b>917.60</b>	<b>23.20</b>	<b>40.35</b>	<b>1075.60</b>	<b>2771.39</b>	
Notes 1 to 30 are an integral part of the Consolidated financial statements.							
As per our report of even date For D N Kanabar & Co. Chartered Accountants (FRN 104698W)			For and on behalf of the Board of UNITED INTERACTIVE LIMITED				
Deepak Kanabar Proprietor Membership No.041157			Sarayu Somaiya Director DIN: 00153136		Nishant Upadhyay Independent Director DIN: 02128886		
Place: Mumbai Date: May 30, 2023			Basanta Kumar Behera Chief Executive Officer		Hemang Joshi CFO		
					Nilesh Amrutkar Company Secretary		

**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

Consolidated Cash Flow Statement for the ended March 31, 2023

(₹ in Lakhs)

		Year ended March 31, 2023	Year ended March 31, 2022
<b>A.</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
1	<b>Profit / (Loss) Before Tax</b>	<b>-69.21</b>	<b>132.40</b>
	<b>Adjustments for</b>		
	Depreciation / Amortisation	16.60	39.95
	Finance Cost	.30	-
	Interest Income	-50.71	-46.27
	Dividend Income	-37.77	-49.51
	Rent Income	-92.95	-95.68
	(Profit) / Loss on sale of Investment	-4.00	-147.75
	(Profit) / Loss on sale of Fixed Assets	.84	.01
2	<b>Operating Profit before Working Capital Changes</b>	<b>-236.91</b>	<b>-166.85</b>
	<b>Movement in working capital:</b>		
	Change in Inventories	-202.27	96.64
	Change in Trade receivable	90.14	-84.92
	Change in Other financial assets	-103.66	-931.48
	Change in Other assets	29.90	33.69
	Change in Other financial liabilities	-.55	-8.00
	Change in Other Current Liabilities	1.68	-2.59
3	<b>Net Cash from Operating Activities</b>	<b>-421.67</b>	<b>-1063.52</b>
	Less: Direct tax paid	-75.20	-28.92
	<b>Net Cash from Operating Activities (A)</b>	<b>-496.87</b>	<b>-1092.44</b>
<b>B.</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Purchase of Fixed Assets	-2.76	-13.10
	Purchase of Investment in shares / securities	-1503.97	-324.12
	Sale of Investment in shares / securities	1667.29	595.39
	Sale of Investment in properties	90.00	147.80
	Lease Assets adjustments	-	13.23
	Proceeds from Sale of Fixed Assets	.51	.05
	Interest Income	50.71	46.27
	Dividend Income	37.77	49.51
	Rent Income	92.95	95.68
	<b>Net Cash used in Investing Activities (B)</b>	<b>432.50</b>	<b>610.71</b>
<b>C.</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Repayment of Lease Liabilities	-2.70	-14.55
	Interim Dividend paid (including Dividend Tax)	-15.01	-15.01
	Interest on Lease Liabilities	-.30	-
	<b>Net cash from/used in Financing Activities (C)</b>	<b>-18.01</b>	<b>-29.57</b>
	<b>Net Increase/ (Decrease) in Cash &amp; Cash Equivalents during the year (A+B+C)</b>	<b>-82.38</b>	<b>-511.29</b>
	Cash & Cash Equivalent at the beginning of the year.	240.26	751.56
	<b>Cash &amp; Cash Equivalent at the end of the year</b>	<b>157.88</b>	<b>240.26</b>
	<b>Particulars</b>	<b>Year ended March 31, 2023</b>	<b>Year ended March 31, 2022</b>
	Cash, cheques, drafts (in hand)	.69	.52
	Balances with Schedule Banks	157.19	239.74
	<b>Total</b>	<b>157.88</b>	<b>240.26</b>

Notes 1 to 30 are an integral part of the Consolidated financial statements.

As per our report of even date  
For D N Kanabar & Co.  
Chartered Accountants  
(FRN 104698W)

Deepak Kanabar  
Proprietor  
Membership No.041157

Place: Mumbai  
Date: May 30, 2023

For and on behalf of the Board of  
UNITED INTERACTIVE LIMITED

Sarayu Somaiya      Nishant Upadhyay  
Director  
DIN: 00153136      DIN: 02128886

Basanta Kumar Behera  
Chief Executive Officer

Hemang Joshi      Nilesh Amrutkar  
CFO      Company Secretary



**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

Notes to the Consolidated Financial Statements for the year ended March 31, 2023

**BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES**

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**1. CORPORATE INFORMATION**

United Interactive Limited ('The Company') and its Subsidiary Netesoft India Limited (hereinafter referred as 'The Group') provide IT & IT Enabled Services. The subsidiary company also deals into trading and investment in securities.

The Company is a public limited company incorporated and domiciled in India. Registered office of the Company is situated at 602, Maker Bhavan No.III, New Marine Lines, Mumbai - 400020.

The consolidated financial statements for the year ended March 31, 2023 were approved by the Board of Directors and authorised for issue on May 30, 2023.

**2. SIGNIFICANT ACCOUNTING POLICIES:**

Notes to these consolidated financial statements are intended to serve as a means of informative disclosure and a guide to better understanding of the consolidated position of the companies. Recognizing this purpose, the company has disclosed only such notes, which fairly present the needed disclosures.

The accounting policies of the parent are best viewed in its independent financial statements. Differences in accounting polices followed by the subsidiary and consolidated have been reviewed and no adjustments have been made, since the impact if these differences is not significant.

**BASIS OF PREPARATION AND PRESENTATION**

These consolidated financial statements have been prepared in accordance with and to comply in all material aspects with the Indian Accounting Standards (Ind AS) as prescribed under Companies Act 2013 ("the Act"), Companies (Indian Accounting Standards) Rules 2015 and other relevant provisions of the Act and rules made thereunder.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

The accounting policies have been consistently applied by the group and are consistent with those used in the previous year.

**BASIS OF CONSOLIDATION**

The Company consolidates entities which are controlled by it.

The Company establishes control when; it has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect the entity's returns by using its power over relevant activities of the entity.

Entities controlled by the Company are consolidated from the date control commences until the date control ceases.

All inter-company transactions, balances and income and expenses are eliminated in full on consolidation.

**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

Notes to the Consolidated Financial Statements for the year ended March 31, 2023

**BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES**

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Changes in the Company's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Company's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to shareholders of the Company.

The CFS comprises the Audited Financial Statements of United Interactive Limited, its subsidiary for the year ended 31st March, 2023, which is as under:

**Subsidiary:**

<b>Name of the company</b>	<b>Country of Incorporation</b>	<b>United Interactive's Ownership Interest % as on 31.03.2023</b>
Netesoft India Limited	India	51%

**BUSINESS COMBINATIONS**

The Group accounts for its business combinations under acquisition method of accounting. Acquisition related costs are recognised in the statement of profit and loss as incurred. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognised at their fair values at the acquisition date.

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

The interest of non-controlling shareholders is initially measured either at fair value or at the non-controlling interests' proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity of subsidiaries.

Business combinations arising from transfers of interests in entities that are under common control are accounted at historical cost. The difference between any consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in shareholders' equity.

**USE OF ESTIMATES AND JUDGEMENTS**

The preparation of the consolidated financial statements is in conformity with the recognition and measurement principles of Ind AS which requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period.

The estimates and underlying assumptions are reviewed on an ongoing basis. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate

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changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates.

Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, in the period of the revision and future periods if the revision affects both current and future

Key source of estimation of uncertainty at the date of consolidated financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of goodwill, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions, contingent liabilities and fair value measurements of financial instruments, revenue recognition and employee benefits have been discussed in their respective policies.

**FAIR VALUE MEASUREMENT**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. Fair value for measurement and /or disclosure purpose in these consolidated financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

For other fair value related disclosures refer note no.26.

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**CLASSIFICATION OF EXPENDITURE / INCOME**

Except otherwise indicated:

- i) All expenditure and income are accounted for under the natural heads of account.
- ii) All expenditure and income are accounted for on accrual basis.

**REVENUES****Revenues from sale of securities**

Revenue from the sale of securities in the course of ordinary activities is measured at the value of the consideration received or receivable. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing effective control over, or managerial involvement with, the goods, and the amount of revenue can be measured reliably. The timing of transfers of risks and rewards normally happen upon issue of contract by the intermediary.

**Capital Gains**

Income/(Loss) from the sale of securities held as Investments is measured at the value of the consideration received or receivable and reported as Profit/(Loss) on sale of Investments in Securities.

**Interest Income**

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective rate applicable, which is the rate that exactly discounts estimated future cash flows through the expected life of the financial asset to that asset's net carrying amount on the initial recognition.

**Dividend Income**

Dividend income is recognized when the right to receive is established, which is generally when shareholders approve the dividend.

**LEASES**

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics

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**BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES**

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**PROPERTY, PLANT AND EQUIPMENT (PPE)****Recognition and measurement:**

Property, plant and equipment are initially recognized at cost after deducting refundable purchase taxes and including the cost directly attributable to bring the asset to the location and conditions necessary for it to be capable of operating in the manner intended by the management, borrowing cost in accordance with the established accounting policy, cost of restoring and dismantling, if any, initially estimated by the management. After the initial recognition the property, plant and equipment are carried at cost less accumulated depreciation and impairment losses.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit and loss statement.

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognized as at 1st April 2016 after making adjustment for decapitalization of borrowing cost, if any, and reversal of depreciation to that extent, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

Depreciation on all property, plant & equipment are provided for, from the date of put to use for commercial production on written down value at the useful lives prescribed in Schedule-II to the Companies Act, 2013.

**Assets Category Estimated Useful life (in years)**

Office Building / Premises	60
Office equipment	5
Electrical Installation	10
Computer	3
Networking Equipments	6
Furniture & fixtures	10
UPS / Batteries	6
Vehicles	8
Leasehold Improvements	10
Software	10

The estimated useful lives, residual values and depreciation method are reviewed at each financial year end and the effect of any change is accounted for on prospective basis.

The carrying amount of the all property, plant and equipment are derecognized on its disposal or when no future economic benefits are expected from its use or disposal and the gain or loss on de-recognition is recognized in the statement of profit & loss.

**INTANGIBLE ASSETS**

Acquired Intangible assets are initially recognized at cost after deducting refundable purchase taxes and including the transaction cost, if any. After initial recognition, intangibles are carried at cost less accumulated amortization and impairment losses.

Intangibles assets are amortized over their respective individual estimated useful lives on a written down value method, from the date they are available for use.

Intangible asset is derecognized on disposal or when no future economic benefits are expected from continuing use or disposal.

The estimated useful lives, residual values and amortization method are reviewed at each financial year end and the effect of any change is accounted for on prospective basis.

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**BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES**

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**INVENTORIES**

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out formula, and includes expenditure incurred in acquiring the inventories and other costs incurred in bringing them to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

The comparison of cost and net realisable value is made on the basis of category of inventories

**FINANCIAL INSTRUMENTS****Initial Recognition:**

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through statement of profit and loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

**Subsequent Recognition:****Non-derivative financial instruments**

**(i) Financial assets carried at amortized cost:** A financial asset is subsequently measured at amortized 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.

**(ii) 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.

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

**(iv) Financial liabilities:** Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate to its fair value due to the short maturity of these instruments.

**(v) Investment in Subsidiaries/Joint ventures / Associates:** Investment in subsidiaries / Joint Ventures / Associates are carried at cost in the separate financial statements. Any gain or losses on disposal of these investments are recognized in the statement of profit & loss.

**Derecognition of Financial Assets:**

A financial asset is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards

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of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

**Classification as debt or equity**

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

**Equity Instruments**

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

**FINANCIAL LIABILITIES**

Financial liabilities are initially recognized at the fair value of the consideration received less directly attributable transaction cost.

Subsequent to initial measurement, financial liabilities are measured at amortized cost. The difference in the initial carrying amount of the financial liabilities and their redemption value is recognized in the statement of profit & loss over the contractual term using the effective interest rate method. This category includes the following class of liabilities; trade and other payables, borrowing; and other financial liabilities.

Financial liabilities are further classified as current and non-current depending whether they are payable within 12 months from the balance sheet date or beyond.

Financial liabilities are derecognized when the Group is discharged from its obligation; they expire, are cancelled or replaced by a new liability with substantial modified terms.

**Derecognition of financial liabilities**

A financial liability is derecognized 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 recognized in the statement of profit or loss.

**TRADE RECEIVABLES**

Trade receivables represents amount billed to customers as credit sales and are net off; a) any amount billed but for which revenues are reversed under the relevant Indian accounting standard and b) impairment for trade receivables, which is estimated for amounts not expected to be collected in full.

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**LOANS AND ADVANCES**

Loans and advances are non-derivative financial assets with fixed and determinable payments. This category includes the loans, cash and bank balances, other financial assets and other current assets.

Subsequent to initial measurement, loans and receivables are carried at amortized cost based on effective interest rate method less appropriate allowance for doubtful receivables. Loans and advances are further classified as current and non-current depending whether they will realize within 12 months from the balance sheet date or beyond.

**EARNING PER SHARE**

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year-end, except where the results would be anti-dilutive.

**TAXATION****Current Tax**

Current tax is tax expected, tax payable on the taxable income for the year, using the tax rate enacted at the reporting date, and any adjustment to the tax payable in respect of the earlier periods.

Current tax assets and liabilities are offset where the Group has legal enforceable right to offset and intends either to settle on net basis, or to realize the assets and settle the liability simultaneously.

**Deferred Tax Assets and Liabilities**

Deferred tax is recognized for all taxable temporary differences and is calculated based on the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is measured at the tax rates that are expected to be applied when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted at the reporting date.

Deferred tax assets are recognized only to the extent that it is probable that future taxable profits will be available against which the assets can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset and when the deferred tax balances relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but the Group intends to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

**Current and Deferred Tax for the Year**

Current and deferred tax are recognized in the statement of profit & loss, except when they relates to items that are recognized in other comprehensive income or directly in equity, in which case, the



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current tax and deferred tax is recognized directly in other comprehensive income or equity respectively.

**EMPLOYEE BENEFITS**

The group provides for the various benefits plans to the employees. These are categorized into Defined Benefits Plans and Defined Contributions Plans. Defined contribution plans include the amount paid by the Group towards the liability for Provident fund to the Employees Provident Fund Organization and Employee State Insurance fund in respect of ESI and defined benefits plans includes the retirement benefits, such as gratuity and paid absences (leave benefits) both accumulated and non-accumulated.

a. In respect Defined Contribution Plans, contribution (premium) made to the specified fund based on the services rendered by the employees are charged to Statement of Profit & Loss in the year in which services are rendered by the employee.

**IMPAIRMENT****Financial assets**

The Group recognizes the impairment on financial assets based on the expected credit loss model for the financial assets which are not fair value through profit and loss account. Loss allowance on trade receivables, with no significant financing component is measured at an amount equal to lifetime expected credit loss. For all financial assets expected credit losses are measured at an amount equal to 12-month ECL unless there has been significant increase in credit risk from initial recognition in which case these are measured at lifetime expected credit loss. 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 the profit and loss for the period.

**Intangible assets, investment property and property, plant and equipment**

Intangible assets, investment property and property plant & equipment are evaluated for recoverability wherever events or changes in circumstances indicate that their carrying amount may not be recoverable.

For impairment testing, assets that do not generate independent cash flows are grouped together into cash generating units (CGUs).

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value in use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such asset is considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit & loss if there have been changes in the estimates used to determine the recoverable amount. The carrying amount is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss has been recognized for the asset in prior years.

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**PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

A provision is recognized, if as a result of past event the Group has present legal or constructive obligations that is reasonably estimable and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to liability.

Contingent liabilities are disclosed for possible obligations arising out of uncertain events not wholly in control of the group.

Contingent assets are not recognized in the financial statements. However due disclosures are made in the financial statements for the contingent assets, where economic benefits is probable and amount can be estimated reliably.

**FOREIGN CURRENCY TRANSACTIONS****Functional Currency**

The Companies functional currency is Indian Rupees. The financial statement of the group is presented in Indian rupees.

**Transaction and translations**

Transactions in currency other than Indian Rupees are recorded at the rate, as declared by the custom and excise department / inter-bank rates, ruling on the date of transaction.

Unsettled Foreign currency denominated monetary assets and liabilities, as at the balance sheet date, are translated using the exchange rates as at the balance sheet date. The gain or loss resulting from the translation is recognized in the profit & loss. Non-monetary assets and non-monetary liabilities denominated in foreign currency and measured at cost are translated at the exchange rate at the date of the transaction.

Non-monetary assets and non-monetary liabilities denominated in foreign currency and measured carried at fair value are translated at the date when the fair value is determined.

Transaction gain or losses realized upon settlement of foreign currency transaction are included in determining the net profit for the period in which transaction is settled.

Exchanges difference arises on settlement / translation of foreign currency monetary items relating to acquisition of property, plant & equipment till the period they are put to use for commercial production, are capitalized to the cost of assets acquired and provided for over the useful life of the property, plant & equipment.

**NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS**

Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying value and fair value less costs to sell.

Assets and disposal groups are classified as held for sale if their carrying value will be recovered through a sale transaction rather than through continuing use. This condition is only met when the sale is highly probable and the asset, or disposal group, is available for immediate sale in its present condition and is marketed for sale at a price that is reasonable in relation to its current fair value. The

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Group must also be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Where a disposal group represents a separate major line of business or geographical area of operations, or is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations, then it is treated as a discontinued operation. The post-tax profit or loss of the discontinued operation together with the gain or loss recognised on its disposal are disclosed as a single amount in the statement of profit and loss, with all prior periods being presented on this basis.

**BORROWING COST**

Borrowings cost are interest and other costs incurred in connection with the borrowing of funds. Borrowing cost directly attributable to the acquisition or construction of qualifying / eligible assets, intended for commercial production are capitalized as part of the cost of such assets. All other borrowing costs are recognized as an expense in the year in which they are incurred

**CASH AND CASH EQUIVALENTS**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

**RECENT ACCOUNTING PRONOUNCEMENTS**

Ministry of Corporate Affairs (“MCA”) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 31st March 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from 1st April 2023, as below:

**Ind AS 1 – Presentation of Financial Statements:**

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The group does not expect this amendment to have any significant impact in its financial statements.

**Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors:**

The amendments has introduced a definition of “accounting estimates” and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The group does not expect the amendment to have any material impact in its financial statements.

**Ind AS 12 - Income Taxes:**

The amendment requires entities to recognize deferred tax on transactions that, in initial recognition, give rise to equal amounts of taxable and deductible temporary differences. This amendment has narrowed the scope of the initial recognition exemption. The group does not expect the amendment to have any impact on its financial statements.

**UNITED INTERACTIVE LIMITED**
**Notes Forming Part of the Consolidated Financial Statements for the year ended March 31, 2023**
**3. Property, Plant & Equipment**

(₹ in Lakhs)

Nature of Fixed Assets	Property, Plant & Equipment										Intangible Assets		Grand Total (A)+(B)
	Building - Office Premises	Leasehold Improvements	Furniture & Fixtures	Motor Car	Office Equipment	Computers & Laptops	Networking Equipments	UPS/ Batteries	Electrical Installations	Total (A)	Computer Software	Total (B)	
(A) Cost													
<b>As at 01st April, 2021</b>	686.87	13.47	27.56	91.81	37.61	16.95	.55	1.22	28.84	904.89	.59	.59	905.49
Additions during the year	-	-	-	-	7.11	5.99	-	-	-	13.10	-	-	13.10
Deductions during the year	63.49	-	-	-	1.03	-	-	-	-	64.51	-	-	64.51
<b>As at 31st March, 2022</b>	623.38	13.47	27.56	91.81	43.69	22.94	.55	1.22	28.84	853.48	.59	.59	854.07
Additions during the year	-	-	1.17	-	.96	.63	-	-	-	2.76	-	-	2.76
Deductions during the year	-	-	5.69	-	8.76	9.62	.55	1.22	.55	26.40	-	-	26.40
<b>As at 31st Mar, 2023</b>	623.38	13.47	23.04	91.81	35.89	13.96	.00	.00	28.29	829.84	.59	.59	830.43
(B) Accumulated Depreciation													
<b>As at 01st April, 2021</b>	266.18	10.12	26.06	83.55	34.25	14.95	.53	1.16	27.30	464.11	.44	.44	464.55
Provided for the year	31.09	.87	.09	2.36	2.47	2.94	-	-	.10	39.90	.04	.04	39.95
Deductions during the year	50.26	-	-	-	.97	-	-	-	-	51.24	-	-	51.24
<b>As at 31st March, 2022</b>	247.01	10.99	26.15	85.91	35.74	17.89	.53	1.16	27.40	452.78	.48	.48	453.26
Provided for the year	21.19	.64	.22	1.31	3.20	2.89	-	-	-	29.45	.03	.03	29.48
Deductions during the year	-	-	5.41	-	8.29	9.13	.53	1.16	.52	25.04	-	-	25.04
Adjustments*	-12.85	-.01	-	-	-.02	-	-	-	-	-12.88	-.01	-.01	-12.89
<b>As at 31st Mar, 2023</b>	255.34	11.63	20.97	87.22	30.64	11.64	-	-	26.88	444.31	.51	.51	444.81
(C) Net Block													
<b>As at 31st March, 2022</b>	376.38	2.48	1.41	5.90	7.95	5.06	.03	.06	1.44	400.70	.11	.11	400.81
<b>As at 31st March, 2023</b>	368.04	1.84	2.07	4.59	5.25	2.32	-	-	1.41	385.53	.09	.09	385.62

Net carrying amount of Property, Plant & Equipment under Finance Lease				
Particulars	Gross Block	Depreciation	Disposal	Net Carrying Value
Building / Office Premises	4.94	-2.47	-	2.47

\* Excess depreciation of ₹ 12.89 lakhs charged in earlier years has been adjusted in the current year depreciation

### **3.1 Leases**

#### **The Group as a lessee**

The Group lease asset classes primarily consist of leases buildings / office premises. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low-value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis / as per contract over the term of the lease. Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised. The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset if the Group changes its assessment of whether it will exercise an extension or a termination option.

Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

#### **The Group as a lessor**

Leases for which the Group is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the ROU asset arising from the head lease. For operating leases, rental income is recognized on a straight-line basis over the term of the relevant lease.

The break-up of current and non-current lease liabilities as at March 31, 2023 and March 31, 2022 is as follows:

Particulars	(₹ in lakhs)	
	As at March 31, 2023	As at March 31, 2022
Current lease liabilities	-	-
Non-current lease liabilities	1.50	4.20
<b>Total</b>	<b>1.50</b>	<b>4.20</b>

The movement in lease liabilities during the years ended March 31, 2023 and March 31, 2022 is as follows:

Particulars	(₹ in lakhs)	
	As at March 31, 2023	As at March 31, 2022
<b>Balance at the beginning</b>	<b>4.20</b>	<b>18.75</b>
Additions	-	-
Finance cost accrued during the Period	.29	.55
Deletions	-	12.10
Payment of lease liabilities	3.00	3.00
Translation difference	-	-
<b>Balance at the end</b>	<b>1.50</b>	<b>4.20</b>

**UNITED INTERACTIVE LIMITED**  
**Notes Forming Part of Consolidated Financial Statements**

		(₹ in Lakhs)			
4 <b>INVESTMENT PROPERTIES</b>	As at March 31, 2023	As at March 31, 2022			
<b>Mesured at fair value (less impairment, if any)</b>					
<b>a) Investment property</b>					
Flats	316.19	343.19			
	<b>316.19</b>	<b>343.19</b>			
<b>i Particulars</b>					
Properties as at the beginning of the year	343.19	489.19			
Additions during the year	59.00	-			
Deletions	86.00	146.00			
Properties as at the end of the year	<b>316.19</b>	<b>343.19</b>			
<b>ii</b> The Company recognise its investment property at fair market value, but the same are not on the basis valuation report obtained from an independent valuer specialised in valuing these type of investments properties and register as valuer as defined under Rule 2 of Companies (register valuer and valuation) Rules,2017. The difference between the cost and fair market value is recognised as other comprehensive income.					
<b>iii Amounts recognised in profit and loss for invested properties</b>					
Rental income	2.66	2.66			
Direct operating expenses from property that generated rental income	1.01	.69			
Direct operating expenses from property that did not generate rental income	1.90	6.98			
<b>Profit from investment properties before depreciation</b>	<b>-25</b>	<b>-5.01</b>			
Depreciation	-	-			
<b>Profit from investment properties</b>	<b>-25</b>	<b>-5.01</b>			
<b>iv Leasing agreements</b>					
Investment properties are leased to tenants under operating leases with rentals payable monthly for the period of less than 12 months. Therefore, details of Minimum lease payments receivable under non-cancellable operating leases of investment are NIL.					
<b>5 NON CURRENT FINANCIAL ASSETS</b>					
		As at	As at		
	Qty	March 31, 2023	Qty	March 31, 2022	
<b>5.1 Investment</b>					
<b>a In Equity / Preference Shares (Unquoted)</b>					
<b>Mesured at cost (less impairment, if any)</b>					
<b>In Associates:</b>					
Toral Farms Pvt. Ltd.	5,00,000	50.00	5,00,000	50.00	
		<b>50.00</b>		<b>50.00</b>	
<b>In Others:</b>					
Acefour Accessories Pvt Ltd (CCPS)	8,361	50.00	8,361	50.00	
12% NCD - Crest Ventures Ltd	200	200.00	-	-	
		<b>250.00</b>		<b>50.00</b>	
<b>b Quoted Investment</b>					
<b>Mesured at fair value through other comprehensive Income</b>					
<b>Investments in equity shares</b>					
HDFC Ltd.	45,000	1182.31	45,000	1074.89	
HDFC Bank Ltd.	30,000	482.93	30,000	440.99	
Aditya Birla Capital Limited	6,00,000	921.90	6,00,000	645.90	
India Grid Trust	-	-	1,46,286	215.99	
Digicontent Ltd	25,415	4.03	25,415	4.24	
TV18 Broadcast Ltd	-	-	6,00,000	444.60	
Parag Milk Foods Ltd	-	-	50,000	48.23	
IDFC First Bank Ltd	10,00,000	550.20	3,00,000	118.95	
Entertainment Network (India) Ltd	30,000	34.79	30,000	60.62	
Indian Hotels Co. Ltd	-	-	66,666	158.93	
Kesoram Industries Ltd	-	-	50,000	26.20	
ITC Ltd	-	-	1,50,000	376.20	
Bajaj Finserv Ltd	-	-	2,000	341.04	
Indus Towers Ltd	-	-	75,000	166.50	
Wockhardt Ltd	50,000	76.98	-	-	
Biocon Ltd	10,000	20.64	-	-	
HDFC Life	80,000	399.48	-	-	
JM Financials	1,50,000	89.37	-	-	
SPARC	1,29,469	232.33	-	-	
Zydus Life	25,000	122.88	-	-	
		<b>4117.81</b>		<b>4123.28</b>	
<b>Total (I) + (II)</b>		<b>4417.81</b>		<b>4223.28</b>	
Aggregate cost of unquoted investments		300.00		100.00	
Aggregate market value of quoted investments		4117.81		4123.28	

**UNITED INTERACTIVE LIMITED**  
**Notes Forming Part of Consolidated Financial Statements**

(₹ in Lakhs)

<b>5.2 Other financial asset</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
Security Deposits	4.10	4.56
Fixed deposit with banks for a period more than 12 months	-	11.27
Interest	-	3.72
<b>Total</b>	<b>4.10</b>	<b>19.55</b>

  

<b>6 OTHER NON-CURRENT ASSETS</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
( Unsecured, considered good )		
Receivable from Revenue Authorities	20.04	47.90
Advances others	2.64	.00
<b>Total</b>	<b>22.68</b>	<b>47.90</b>

  

<b>7 INVENTORIES</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
Shares & Securities (As Valued and certified by Directors)	315.30	113.03
<b>Total</b>	<b>315.30</b>	<b>113.03</b>

  

<b>8 CURRENT FINANCIAL ASSETS</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
<b>8.1 Cash &amp; cash equivalents</b>		
Balances with banks		
In Current A/c	157.19	239.74
Cash on hand	.69	.52
<b>Total</b>	<b>157.88</b>	<b>240.26</b>
*(The above Fixed Deposits are due for maturity within 12 months from the balance sheet date.)		
<b>8.2 Other balances with banks</b>		
Short-term bank deposits		
Fixed Deposits*	1017.70	562.52
Interest accrued on Fixed Deposit*	32.27	19.57
<b>Total</b>	<b>1049.98</b>	<b>582.08</b>
*(The above Fixed Deposits are due for maturity within 12 months from the balance sheet date.)		
<b>8.3 Trade Receivable</b>		
(Unsecured considered good)		
Outstanding more than six months	-	-
Other	-	90.14
<b>Total</b>	<b>-</b>	<b>90.14</b>

  

The trade receivables ageing schedule for the years ended as on March 31, 2023 and March 31, 2022 is as follows:

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	Total
Undisputed Trade receivables considered good	-	-	-	-	-	-	-
Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade receivables – considered good	-	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
	-	-	-	-	-	-	-

  

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	Total
Undisputed Trade receivables considered good	-	90.14	-	-	-	-	90.14
Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade receivables – considered good	-	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
	-	90.14	-	-	-	-	90.14

  

<b>8.4 Other financial asset</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
(Unsecured considered good)		
Other loans and advances	.16	348.95
<b>Total</b>	<b>.16</b>	<b>348.95</b>

  

<b>9 OTHER CURRENT ASSETS</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
(Unsecured considered good)		
Advances receivable in cash or kind or for value to be received	9.55	8.99
<b>Total</b>	<b>9.55</b>	<b>8.99</b>



**UNITED INTERACTIVE LIMITED**  
**Notes Forming Part of Consolidated Financial Statements**

		(₹ in Lakhs)	
10	<b>SHARE CAPITAL</b>	As at March 31, 2023	As at March 31, 2022
	<b>Equity Share Capital</b>		
	<b>Authorised :</b>		
	<b>25,00,000 Equity Shares of ₹10/- each</b>	250.00	250.00
	(Previous year 25,00,000 Equity Shares of ₹10/- each)		
	<b>50000 4% Cumulative Redeemable Non convertible Preference Shares of ₹100/- each</b>	50.00	50.00
	(Previous Year 50000 4% Cumulative Redeemable Non convertible Preference Shares of ₹100/- each)		
		<b>300.00</b>	<b>300.00</b>
	<b>Issued, Subscribed and Paid-up :</b>		
	<b>18,31,000 Equity Shares of ₹10/-each fully paid-up.</b>	183.10	183.10
	(Previous year 18,31,000 Equity Shares of ₹10/- each fully paid up)	<b>183.10</b>	<b>183.10</b>
<b>10.1</b>	<b>Reconciliation of the shares outstanding at the beginning and at the end of the reporting period</b>		
	<b>Particulars</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
		<b>In Nos.</b>	<b>₹ in Lakhs</b>
		<b>In Nos.</b>	<b>₹ in Lakhs</b>
	At the beginning of the Period	18,31,000	183.10
	Issued During the Period	-	-
	Outstanding at the end of the period	<b>18,31,000</b>	<b>183.10</b>
<b>10.2</b>	<b>Details of shares held by each shareholder holding more than 5% shares:</b>		
	<b>Name of Shareholder</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
		<b>No. of Shares held</b>	<b>% of Holding</b>
		<b>No. of Shares held</b>	<b>% of Holding</b>
	1) Sarayu Somaiya	12,78,530	69.83%
		12,78,530	69.83%
<b>10.3</b>	<b>Terms / rights attached to equity shares</b>		
	The company has only one class of issued equity share capital having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share and right to receive dividend, if any, declared on the equity shares. In the event of liquidation of the Company all preferential amounts if any shall be discharged by the Company. The remaining assets of the Company shall be distributed to the holders of Equity Shares in proportion of the number of shares held to the total equity shares outstanding as on that date.		
<b>10.4</b>	<b>Disclosure of Shareholding of Promoters</b>		
	The details of the shares held by promoters as at March 31, 2023 are as follows:		
	<b>Promoter Name</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
		<b>No. of Shares held</b>	<b>% of total shares</b>
		<b>No. of Shares held</b>	<b>% of total shares</b>
			<b>% Change during the year</b>
	Sarayu Somaiya	12,78,530	69.83%
		12,78,530	69.83%
			-
<b>11</b>	<b>OTHER EQUITY</b>	As at March 31, 2023	As at March 31, 2022
	<b>(A) Capital Reserve</b>	1075.60	1075.60
	<b>(B) Securities Premium</b>	23.20	23.20
	<b>(C) General Reserve</b>		
	Balances as at the beginning of the year	40.35	40.35
	Add: Transfer from surplus in Statement of Profit and Loss	-	-
	Closing balance	<b>40.35</b>	<b>40.35</b>
	<b>(D) Retained earnings</b>		
	Balances as at the beginning of the year	714.63	602.90
	Add: Profit after tax for the year	-77.92	56.88
	Add: Net cumulative (gain)/loss reclassified from other comprehensive income on sale of financial assets carrying at fair value	403.61	69.87
	Less: Interim Dividend including dividend distribution tax	-15.01	-15.01
	Closing balance	<b>1025.31</b>	<b>714.63</b>
	<b>(E) Reserve for Equity/Debt Instruments through Other Comprehensive Income</b>		
	Balances as at the beginning of the year	917.60	780.74
	Add/(Less): Net fair value gain on investments in equity instruments at FCTOVI	225.82	206.73
	Add/(Less): Net cumulative (gain)/loss reclassified to retained earnings on sale of financial assets carrying at fair value	-403.61	-69.87
	Less: Gratuity Experience Adjustments	-1.05	-
	Closing balance	<b>738.77</b>	<b>917.60</b>
	<b>Total (A) + (B) + (C) + (D) + (E)</b>	<b>2903.22</b>	<b>2771.39</b>

**UNITED INTERACTIVE LIMITED**  
**Notes Forming Part of Consolidated Financial Statements**

(₹ in Lakhs)

	As at	As at
	March 31, 2023	March 31, 2022
<b>12.1 PROVISIONS - NON CURRENT</b>		
Non-Current Gratuity provision	1.85	-
<b>Total</b>	<b>1.85</b>	<b>-</b>
<b>12.2 OTHER NON CURRENT FINANCIAL LIABILITIES</b>		
Security Deposit	35.86	38.26
Lease Liabilities	1.50	4.20
<b>Total</b>	<b>37.36</b>	<b>42.46</b>
<b>13 DEFERRED TAX LIABILITIES</b>		
<u>Deferred Tax Assets</u>		
<u>Charged / (credited) to statement of income</u>		
On account of timing difference in Depreciation	-6.27	-6.82
On account of timing difference in Expenses	-15	-21
On account of timing difference in Gratuity Expenses	-25	
<u>Charged / (credited) to OCI</u>		
Fair valuation of financial asset	179.32	205.25
<b>Total</b>	<b>172.66</b>	<b>198.21</b>
<b>14.1 PROVISIONS - CURRENT</b>		
Current Gratuity provision	1.13	-
<b>Total</b>	<b>1.13</b>	<b>-</b>
<b>14.2 OTHER CURRENT LIABILITIES</b>		
For Expenses	9.44	8.98
For Others	.09	-
For Lease	-	-
<b>Total</b>	<b>9.53</b>	<b>8.98</b>

**UNITED INTERACTIVE LIMITED****Notes Forming Part of Consolidated Financial Statements**

(₹ in Lakhs)

<b>15 REVENUE FROM OPERATIONS</b>	<b>Year ended March 31, 2023</b>	<b>Year ended March 31, 2022</b>
Sale of Securities	224.37	90.25
<b>Total</b>	<b>224.37</b>	<b>90.25</b>
<b>16 OTHER INCOME</b>	<b>Year ended March 31, 2023</b>	<b>Year ended March 31, 2022</b>
<b>Interest Income</b>		
On Deposits with Banks	40.28	23.82
On Long-term Investments	8.20	13.27
On Others	2.23	9.17
	<b>50.71</b>	<b>46.27</b>
<b>Others</b>		
Profit/(Loss) on sale of Investments in Shares	110.40	145.95
Profit/(Loss) on sale of Investments in Properties	4.00	1.80
Dividend	37.77	49.51
Rent	92.95	95.68
Misc Income	-	1.10
	<b>245.12</b>	<b>294.05</b>
<b>Total</b>	<b>295.83</b>	<b>340.31</b>
<b>17 EMPLOYEE BENEFITS EXPENSES</b>	<b>Year ended March 31, 2023</b>	<b>Year ended March 31, 2022</b>
Salaries and wages	51.92	47.51
Remuneration to directors	35.57	33.57
Contribution to employees welfare fund	2.40	2.08
Gratuity expenses	1.40	.23
Staff welfare expenses	.51	.66
<b>Total</b>	<b>91.80</b>	<b>84.05</b>
<b>18 OTHER EXPENSES</b>	<b>Year ended March 31, 2023</b>	<b>Year ended March 31, 2022</b>
Power and fuel	2.59	1.06
Repairs to buildings	20.98	13.93
Repairs to machinery	.79	.79
Communication expenses	1.13	1.75
Expenses - flats	2.91	7.67
Professional fees	3.98	3.65
Vehicle maintenance expenses	11.22	9.59
Rent Paid	.60	.60
Subletting Fees	1.74	1.97
Listing Fees	3.54	3.54
Other expenses	21.10	24.39
Auditor's Remuneration	10.93	8.59
Profit/(Loss) on sale of Investments in Shares	110.40	-
<b>Total</b>	<b>191.92</b>	<b>77.53</b>
<b>19 FINANCE COST</b>	<b>Year ended March 31, 2023</b>	<b>Year ended March 31, 2022</b>
Interest on Lease Liabilities	.30	-
<b>Total</b>	<b>.30</b>	<b>-</b>

**UNITED INTERACTIVE LIMITED**
**Notes Forming Part of Consolidated Financial Statements for the year ended March 31, 2023**
**20 Tax Expenses**

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Current Tax	67.08	-
Taxes of Earlier Years	.82	6.27
Deferred Tax	.37	2.00
<b>Total Income Tax Expense</b>	<b>68.27</b>	<b>8.28</b>
Reconciliation of Effective tax rate on profit before tax:		
Enacted Income tax rate	25.17%	25.17%
Profit before tax	-69.21	132.40
Add: Net cumulative (gain)/loss reclassified from other comprehensive income on sale of financial assets carrying at fair value	347.30	69.87
Total Profit before tax	<b>278.09</b>	<b>202.27</b>
<b>Current tax as per enacted tax rate</b>	<b>69.99</b>	<b>50.91</b>
Tax effect of:		
Expenses Disallowed	10.28	17.66
Expenses Allowed	-6.64	-14.09
Set off of Losses	-30.99	-71.67
Others	24.44	17.19
<b>Current Tax Provision</b>	<b>67.08</b>	<b>-</b>
Less: MAT Credit	-	-
<b>Net Current Tax</b>	<b>67.08</b>	<b>-</b>
Effective Tax Rate	24.12%	0.00%
Increase / (Decrease) in Deferred Tax Liability	-	-
(Increase) / Decrease in Deferred Tax Liability Asset	.37	2.00
<b>Deferred Tax Provision</b>	<b>.37</b>	<b>2.00</b>

**Notes:**

The current tax rate for the reconciliation has been considered as per the prevailing tax rate and deferred tax is recognised considering the tax rate applicable to the Company in subsequent years.

**21 Earning Per Share (EPS)**

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit for the year	-77.92	56.88
Weighted average number of equity shares ₹ 10/- each	18,31,000	18,31,000
<b>EPS (in ₹) - Basic &amp; Diluted</b>	<b>(4.26)</b>	<b>3.11</b>

"Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity Shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity Shares outstanding during the year plus the weighted average number of Equity Shares that would be issued on conversion of all the dilutive potential Equity Shares into Equity Shares."

**22 Payment To Auditors**

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Audit Fees	8.86	6.51
Compliance and Certification	2.08	2.09
	<b>10.93</b>	<b>8.59</b>

**UNITED INTERACTIVE LIMITED**

CIN: L72900MH1983PLC030920

**Notes to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2023****23. Employee Benefits**

- i) Contribution to the Employees Provident Funds is made at a predetermined Rate.

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident fund which is a defined contribution plan. The contribution is charged to the statement of profit and loss as they accrue. The amount recognized as an expense in the Statement of profit and loss towards contribution to Provident fund is INR 2.40 lakhs (Previous year: INR 2.08 lakhs).

- ii) The Company provides its employees with benefits under a defined benefit plan, referred to as the "Gratuity Plan". The Gratuity Plan entitles an employee, who has rendered at least five years of continuous service, to receive 15 days' salary for each year of completed service (service of six months and above is rounded off as one year) at the time of retirement/exit, restricted to a sum of INR 20.00 lakhs.

The disclosure relating to actuarial valuation of gratuity liability as required as per Indian Accounting Standard 19 is as under:

(In ₹ lakhs)

Particulars	Year ended March 31, 2023
<b>Changes in present value of defined benefit obligations</b>	
Balance at the beginning of the year	9.91
Interest cost	.73
Current service cost	.99
Benefits paid	
Actuarial gain on obligation	
Due to experience adjustments	2.01
<b>Balance at the end of the year</b>	<b>13.64</b>
<b>Changes in the fair value of plan assets are as follows:</b>	
Balance at the beginning of the year	9.91
Expected return on plan assets	.73
Actuarial gain on plan assets	.04
Contribution made by the employer	.06
Benefits paid	-
<b>Balance at the end of the year</b>	<b>10.66</b>
<b>Classification</b>	
- Current	1.13
-Non-current	1.85
<b>Net employee benefit expense</b>	
<b>Recognised in statement of profit and loss</b>	
Current service cost	.99
Interest cost on benefit t obligation	-
<b>Amount recognised in statement of profit t and loss</b>	<b>.99</b>
<b>Recognised in other comprehensive income</b>	
Actuarial (gain) / loss arising from financial assumptions	
Actuarial gain arising from demographic assumptions	

**UNITED INTERACTIVE LIMITED**

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**Notes to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2023**

Actuarial gain arising from experience adjustments	2.01
Return on plan assets excluding amounts included in interest income	.04
<b>Amount recognised in other comprehensive income</b>	<b>2.06</b>
<b>Actuarial Assumptions</b>	
Discount Rate	7.35%
Salary escalation	7.00%
Withdrawal Rates	Age 25 & Below: 10 % p.a.
	25 to 35: 8 % p.a.
	35 to 45: 6 % p.a.
	45 to 55: 4 % p.a.
	55 & above: 2 % p.a.
<b>Plan assets comprises of:</b>	
% of Investment with insurer	100
<b>Sensitivities</b>	
<b>Discount rate</b>	
Increase by 0.5%	13.27
(% change)	-2.76%
Decrease by 0.5%	14.04
(% change)	2.94%
<b>Salary Growth rate</b>	
Increase by 0.5%	14.04
(% change)	2.94%
Decrease by 0.5%	13.26
(% change)	-2.78%
<b>Withdrawal rate</b>	
W.R. x 110%	13.66
(% change)	0.15%
W.R. x 90%	13.62
(% change)	-0.15%

- Comparatives figures for the year ended 2022 are not presented as the company is not in possession of the information required to be disclosed as per Ind AS-19.

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**Notes to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2023****24. Related Party Transaction**

Nature of Relationship	Name of the Related Party
Parties, which significantly influence the Company	Smt. Sarayu Somaiya
Parties, which are significantly influenced by the Company	N. A.
Entities controlled by Directors or their relatives	1. Ganesh Keshav Securities Pvt. Ltd. 2. Span Capital Services Pvt. Ltd. 3. India Technology Investments Pvt. Ltd. 4. Soft Circuit.Com (India) Pvt. Ltd. 5. India Internet Investments Pvt. Ltd. 6. Toral Farms Pvt. Ltd.
Key Managerial Person	1. Smt.Sarayu Somaiya – Director 2. Shri Basanta Kumar Behera – CEO 3. Shri Hemang Joshi - CFO 4. Shri Nilesh Amrutkar – Company Secretary

(In ₹ lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
1. Smt. Sarayu Somaiya – Director Remuneration	14.78	13.78
Depreciation on Leased Assets	-	7.94
Finance Cost on Lease Liabilities (* refer note below)	-	-
2. Shri Hemang Joshi – Director Remuneration	20.78	19.78
3. Shri Nishant Upadhyay - Directors Sitting Fees	0.70	0.60
4. Basanta Kumar Behera (CEO) - Remuneration to KMP	7.78	7.60
5. Nilesh Amrutkar (CS)-Remuneration to KMP	2.90	2.57
6. Ganesh Keshav Securities Pvt. Ltd. Recognition of Lease Liabilities	4.20	6.64
At the beginning of the year	2.70	2.44
Repayment of Lease Liabilities	.30	.55
Finance Cost on Lease Liabilities (** refer note below)		
Name of Related Party	Outstanding amount carried in Balance Sheet	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Ganesh Keshav Securities Pvt. Ltd. Liabilities: Lease Liabilities	1.50	4.20

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**Notes to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2023**

\* Key Managerial Personnel who are under the employment of the Group are entitled to post-employment benefits and other long term employee benefits recognised as per Ind AS 19- Employee Benefits in the financial statements. Further, Gratuity is payable by the subsidiary company to the Netesoft India Limited Employees' Group Gratuity Assurance Scheme which is being administered by the Life Insurance Corporation of India ('The Corporation').

i) Due to applicability of the Ind AS 116 'Leases' from 01.04.2019, the said leased assets is required to be recognized as Right to Use Asset (part of Property, Plant & Equipment) and lease liabilities. Depreciation is charged on the said Right to Use Lease Asset and interest expense is charged on the lease liabilities. (Refer note 3.1 for the detailed note on impact of Ind AS -116 on the Financials).

\*\* Treatment of Rent on Leased Assets due to applicability of Ind AS 116 'Leases' is as under:

ii) The Company have taken an office premise on leave and license basis from a Company, Ganesh Keshav Securities Pvt Ltd, in which director is interested.

ii) Due to applicability of the Ind AS 116 'Leases' from 01.04.2019, the said leased assets is required to be recognized as Right to Use Asset (part of Property, Plant & Equipment) and lease liabilities. Depreciation is charged on the said Right to Use Lease Asset and interest expense is charged on the lease liabilities. (Refer note 3.1 for the detailed note on impact of Ind AS -116 on the Financials)

iii) That since the licensor is group company, the said recognition of lease liabilities and finance cost thereon are related party transaction.

iv) In case Ind AS-116 would not have been applied, there would be rent expense of ₹ 3.00 lakhs instead of repayment of lease liabilities and finance cost thereon. Also, there would be no outstanding lease liability instead there would be security deposit receivable amounting to ₹ 1.5 lakhs.

v) Lease paid by the Holding Company is at low value and considered as not material and therefore, no such impact have been provided and amount paid on the said leased assets is shown as rent expenses in the profit & loss A/c.

**25. Dues to Micro, Small and Medium Enterprises**

There are no Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006 to whom the Group owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made.

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Group. This has been relied upon by the auditors.

Particulars	For the year ended 31st March 2023	For the year ended 31st March 2022
1.The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	NIL	NIL
2.The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	NIL	NIL



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**Notes to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2023**

3.The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	NIL	NIL
4.The amount of interest accrued and remaining unpaid at the end of each accounting year;	NIL	NIL
5.The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL

**26. Fair value Measurement**

The carrying values of the instruments are as follows:

(In ₹ lakhs)

Particulars	As at	Amortised Cost	Financial Assets / Liabilities at fair value through Profit or Loss	Financial Assets / Liabilities at fair value through OCI	Total Carrying Value
<b>Assets</b>					
<b>Financial Assets</b>					
i) Investment	31.03.2023	299.99	-	4117.81	4417.80
	31.03.2022	99.99	-	4123.28	4223.27
ii) Other Financial Assets (non-current)	31.03.2023	4.10	-	-	4.10
	31.03.2022	19.55	-	-	19.55
iii) Cash & Cash Equivalent	31.03.2023	1207.86	-	-	1207.86
	31.03.2022	822.35	-	-	822.35
iv) Other Financial Assets (Current)	31.03.2023	.16	-	-	.16
	31.03.2022	348.95	-	-	348.95
v) Trade Receivables	31.03.2023	-	-	-	-
	31.03.2022	90.14	-	-	90.14
<b>Total</b>	31.03.2023	1512.11	-	4117.81	5629.92
	31.03.2022	1380.98	-	4123.28	5504.26

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**Notes to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2023**

<b>Liabilities</b>					
<b>Financial Liabilities</b>	31.03.2023	37.36	-	-	37.36
	31.03.2022	42.46	-	-	42.46
i) Other Long-Term Liabilities	31.03.2023	37.36	-	-	37.36
	31.03.2022	42.46	-	-	42.46
<b>Total</b>					

**Fair Value hierarchy disclosures:**

**Level 1** - Financial Instruments measured using quoted prices. This includes listed equity instruments, traded bonds, ETF's and mutual funds that have quoted prices. The fair value of all equity instruments (including bonds) which are traded in stock exchanges is valued using the closing prices as at the reporting period. The mutual funds are valued using the closing NAV.

**Level 2** - 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 are observable, the instrument is included in level 2.

**Level 3** - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs). This is the case of unlisted equity securities, contingent consideration and indemnification asset included in level 3.

The carrying amounts of trade receivables, cash and cash equivalent, current other financial assets are considered to be the same as their fair values, due to their short-term nature.

The carrying amounts of non-current financial assets are primarily consist of Term-Deposit with banks considered to be the same as their fair value as it the same is interest bearing and are close to the fair value.

The investment included in Level 1 of fair value hierarchy has been valued using quotes available in the active market. The investment included in Level 2 of fair value hierarchy has been valued using quotes available for the similar assets and liabilities in the active market. The cost of unquoted investments approximates the fair value because there is a wide range of possible fair value measurement and the cost represents estimate fair value within that range.

**27. Disclosure pursuant to Section 186(4) of the Companies Act, 2013****(In ₹ lakhs)**

<b>Particulars</b>	<b>For the year ended 31st March, 2023</b>	<b>For the year ended 31st March, 2022</b>
Investment in Equity Shares	1303.97	247.92
Investment in Preference Shares	-	49.99
Investment in unit of business trust	-	26.20
Investment in debt fund	200.00	-
<b>TOTAL</b>	<b>1503.97</b>	<b>324.11</b>

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**Notes to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2023****28. The ratios for the year ended 31st March, 2023 and 31st March, 2022 are as follows-**

Particulars	Numerator	Denominator	For the year ended 31st March, 2023	For the year ended 31st March, 2022	Variances (in%)
Current ratio	Current assets	Current liabilities	144	154	-7%
Debt-Equity ratio	Total debt (represent lease liability) [1]	Shareholder's equity	0.01	0.02	-64%
Debt service coverage ratio	Earnings available for debt service [2]	Debt Service [3]	(44)	11	-497%
Return on Equity (ROE)	Net Profits after taxes	Average Shareholder's Equity	-75%	68%	-211%
Inventory Turnover ratio	Cost of Goods Sold	Average Inventory	1.35	0.60	125%
Trade receivables turnover ratio	Net Credit Sales	Avg. Accounts Receivable	4.98	1.89	163%
Net capital turnover ratio	Net Sales	Average Working Capital	0.15	0.08	101%
Net Profit Ratio	Net Profit	Net Sales	-61%	138%	-145%
Return on capital employed (ROCE)	Earnings before interest and taxes	Capital Employed [4]	-2.11%	4.19%	-150%
<b>Return on investment (ROI)</b>					
Quoted	Income generated from Investments	Time weighted average investments [5]	0.04	0.05	-26%

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**Notes to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2023**

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1. Debt represents only lease liabilities
2. Earning for Debt Service = Net Profit after taxes + non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.
3. Debt service = Interest and Lease Payments Repayments.
4. Capital Employed = Tangible Net Worth (Shareholders Funds - Intangible Assets) + Total Debt + Deferred Tax Liability.
5. Weighted average investments = Investment in Securities.

**Reason for Variances**

6. Debt-Equity ratio - The ratio is improved on account of lease payment made during the year.
7. Debt service coverage ratio – The ratio is decreased on account decreased in profit during the year.
8. Return on Equity (ROE) - The ratio is decreased on account of decreased in profit during the year.
9. Inventory Turnover ratio - The ratio is improved on account of inventory purchased during the year.
10. Trade receivables turnover ratio – The ratio is increased on account of decreased in trade Receivable as compared to last year.
11. Net capital turnover ratio – The ratio is increased on account increased in revenue for the year.
12. Net Profit Ratio - The ratio is decreased on account of increased in expenses for the year. The said ratio is calculated considering the reported net profit i.e., it did not include realised gain which has been reclassified through OCI to retained earnings. The variances would be positive if it is worked out with realised net profit instead of reported net profit.
13. Return on capital employed (ROCE) - The ratio is decreased on account of increased in expenses for the year. The said ratio is calculated considering reported net profit i.e., it did not include realised gain which has been reclassified through OCI to retained earnings. The variances would be positive if it is worked out with realised net profit instead of reported net profit.
14. Return on investment (ROI) (Quoted) - The Ratio is decreased on account of decreased in interest and dividend as compared to the last year.

**29.1 Additional regulatory information required by Schedule III-**

- a. The Holding Company and its subsidiary have not been declared by willful defaulter by any bank or financial institution or government or any government authority.
- b. The Holding Company and its subsidiary have no transactions with companies struck off under companies Act ,2013.
- c. There is no any income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income tax,1961, that has been recorded in the books of account.
- d. The Holding Company and its subsidiary have not traded or invested in crypto currency or virtual currency during the current and previous year.
- e. The Holding Company and its subsidiary have not revalued its property, plant and equipment or intangible assets or both during the current and previous year.
- f. There are no charge or satisfaction which are yet to be registered with register of Companies beyond the statutory period.

**UNITED INTERACTIVE LIMITED**

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**Notes to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2023****29.2 Additional information of entities consolidated as Subsidiaries & Associates as required under schedule III to the Companies Act 2013:**

(₹ in Lakh)

Particulars	As at 31 <sup>st</sup> March 2023		As at 31 <sup>st</sup> March 2022	
	Net Assets			
	As % of The Consolidated Net Assets	Amount	As % of The Consolidated Net Assets	Amount
Parent: United Interactive Ltd.	2.66	82.14	2.79	82.42
<b>Subsidiary:</b> Netesoft India Limited	209.08	6452.76	208.64	6164.25
<b>Non-controlling interest</b>	(109.21)	(3370.43)	(108.79)	(3214.05)
<b>Sub total</b>	102.53	3164.47	102.64	3032.62
<b>Adjustments arising on consolidation</b>	(2.53)	(78.14)	(2.64)	(78.14)
<b>Total</b>	100.00	3086.33	100.00	2954.48

(₹ in Lakh)

Particulars	For the year ended 31 <sup>st</sup> March 2023		For the year ended March 2022	
	Share in Profit and Loss after tax			
	As % of The Consolidated Profit and Loss	Amount	As % of The Consolidated Profit and Loss	Amount
<b>Parent:</b> United Interactive Ltd.	(0.37)	(0.29)	4.41	2.51
<b>Subsidiary:</b> Netesoft India Limited	(156.04)	(121.57)	241.28	137.24
<b>Non-controlling interest</b>	76.46	59.57	(118.23)	(67.25)
<b>Sub total</b>	(79.95)	(62.29)	127.46	72.50
<b>Adjustments arising on consolidation</b>	(20.05)	(15.63)	(27.46)	(15.62)
<b>Total</b>	100.00	(77.92)	100.00	56.88

30. Previous year's figures have been regrouped/reclassified wherever necessary, to confirm with the current years' classification/disclosures.

As per our report of even date

For D.N. Kanabar & Co.  
Chartered Accountants  
(FRN 104698W)

For and on behalf of the Board of  
UNITED INTERACTIVE LIMITED

Deepak Kanabar  
Proprietor  
Membership No.041157

Sarayu Somaiya      Nishant Upadhyay      Basanta Kumar Behera  
Director              Independent Director      Chief Executive Officer  
DIN: 00153136      DIN: 02128886

Mumbai, May 30, 2023

Hemang Joshi  
Chief Financial Officer

Nilesh Amrutkar  
Company Secretary

# 40<sup>th</sup>

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 UNITED | INTERACTIVE

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