

COFORGE SDN. BHD.
(Incorporated in Malaysia)
Company No: 202001015474 (1371794-D)

**REPORTS AND AUDITED FINANCIAL
STATEMENTS FOR THE YEAR ENDED
31ST MARCH 2023**

These financial statements and reports
of the company with Qualified/Unqualified
Auditor's Report for the financial year
endwere circulated on
.....and/or tabled at AGM Held
on.....

.....
Director/Secretary

COFORGE SDN. BHD.
(Incorporated in Malaysia)

**REPORTS AND AUDITED FINANCIAL
STATEMENTS FOR THE YEAR ENDED
31ST MARCH 2023**

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COFORGE SDN. BHD.
(Incorporated in Malaysia)

DIRECTORS' REPORT

The directors hereby submit their report and the audited financial statements of the Company for the financial year ended 31st March 2023.

PRINCIPAL ACTIVITIES

The principal activities of the Company is wholesale of a variety of goods without any particular specialization N.E.C; activities of providing infrastructure for hosting, data processing services and related activities; other information technology service activities N.E.C. There have been no significant changes in these activities during the financial year.

FINANCIAL RESULTS

	RM
Net income for the financial year after income tax	<u><u>4,704</u></u>

RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year.

ISSUE OF SHARES

The Company did not issue any new shares during the financial year.

DIRECTORS

The directors in office during the financial period and during the period from the end of the financial period to the date of the report are:

Abhishek Avinash Sehgal

A.M. Somasundaram A/L S.A. Manoharan

DIRECTORS' BENEFITS

Since the end of the previous financial period, no director has received or become entitled to receive any benefit by reason of a contract made by the Company or by a related corporation with the director or with a firm of which the director is a member or with a company in which the director has a substantial financial interest.

Neither during nor at the end of the financial year, was the Company a party to any arrangements whose object was to enable the directors to acquire benefits by means of the acquisition of shares in or debentures of, the Company or any other body corporate.

DIRECTORS' INTERESTS IN SHARES

No directors held any interests in shares in the Company and the related corporations during and at the end of the financial year.

DIRECTORS' REMUNERATION

No director's remuneration was paid or payable for directors and past directors of the Company during the financial year.

No indemnities have been given or insurance premium paid for directors or officers of the Company during the financial year.

OTHER STATUTORY INFORMATION

Before the financial statements of the Company were prepared, the directors took reasonable steps:

- (a) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts, and satisfied themselves that all known bad debts have been written off and adequate allowance had been made for doubtful debts; and
- (b) to ensure that any current assets which were unlikely to be realized in the ordinary course of business including the values of current assets as shown in the accounting records of the Company had been written down to an amount which the current assets might be expected so to realise.

At the date of this report, the directors are not aware of any circumstances:

- (a) which would render the amount written off for bad debts or the amount of allowance for doubtful debts inadequate to any substantial extent; or
- (b) which would render the values attributed to current assets in the financial statements of the Company misleading; or
- (c) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Company misleading or inappropriate.

At the date of this report, there does not exist:

- (a) any charge on the assets of the Company which has arisen since the end of the financial year which secures the liability of any other person; or
- (b) any contingent liability in respect of the Company which has arisen since the end of the financial year.

No contingent liability or other liability of the Company has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the directors, will or may substantially affect the ability of the Company to meet its obligations as and when they fall due.

At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements of the Company which would render any amount stated in the respective financial statements misleading.

In the opinion of the directors:

- (a) the results of the operations of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and
- (b) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Company for the financial year in which this report is made.

ULTIMATE HOLDING COMPANY

The directors regards Coforge Limited (Company No: L65993DL1992PLC048753) a company incorporated in India as the ultimate holding company.

HOLDING COMPANY

The directors regards Coforge Pte Ltd (Company No: 1995039029E) a company incorporated in Singapore as the holding company.

AUDITORS' REMUNERATION

Total amount paid to or receivable by auditors as remuneration for their services as auditors is disclosed as follow:

	RM
Audit fee	
- Current year	4,800
- Underprovision in prior year	<u>3,300</u>

There are no indemnity and insurance purchased for the auditors of the Company during the financial year.

COFORGE SDN. BHD.
(Incorporated in Malaysia)

STATEMENT OF FINANCIAL POSITION AS AT 31ST MARCH 2023

	Note	2023 RM	2022 RM
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	7	25,245	-
Total non-current assets		<u>25,245</u>	<u>-</u>
CURRENT ASSETS			
Prepayments		10,463	12,137
Amount due from related company	8	463,353	230,861
Tax recoverable		18,562	-
Cash and cash equivalents	9	2,787,854	1,928,585
Total current assets		<u>3,280,232</u>	<u>2,171,583</u>
TOTAL ASSETS		<u><u>3,305,477</u></u>	<u><u>2,171,583</u></u>
EQUITY AND LIABILITIES			
EQUITY			
Share capital	10	1	1
Retained profit		129,912	125,208
Total equity		<u>129,913</u>	<u>125,209</u>
CURRENT LIABILITIES			
Other payable and accruals		19,991	7,579
Amount due to holding company	11	3,145,132	2,004,528
Amount due to related company	8	10,441	-
Provision of taxation		-	34,267
Total current liabilities		<u>3,175,564</u>	<u>2,046,374</u>
TOTAL LIABILITIES		<u><u>3,175,564</u></u>	<u><u>2,046,374</u></u>
TOTAL EQUITY AND LIABILITIES		<u><u>3,305,477</u></u>	<u><u>2,171,583</u></u>

The above statement is to be read in conjunction with the notes to the financial statements on pages 9 to 18.

COFORGE SDN. BHD.
(Incorporated in Malaysia)

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31ST MARCH 2023**

	Note	2023 RM	2022 RM
REVENUE	12	1,022,463	1,244,914
Less: COST OF SERVICE		<u>(905,739)</u>	<u>(1,146,734)</u>
GROSS PROFIT		116,724	98,180
Add: OTHER INCOME	13	5,159	19,052
Less: ADMINISTRATIVE EXPENSES		<u>(97,922)</u>	<u>(36,592)</u>
Profit before taxation	14	23,961	80,640
Taxation	15	<u>(19,257)</u>	<u>(19,354)</u>
Profit for the year		<u><u>4,704</u></u>	<u><u>61,286</u></u>

The above statement is to be read in conjunction with the notes to the financial statements on pages 9 to 18.

COFORGE SDN. BHD.
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**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31ST MARCH 2023**

	Share Capital RM	Retained Profits RM	Total Equity RM
Balance at 1st April 2021	1	63,922	63,923
Non-owner changes in equity			
Profit for the year	-	61,286	61,286
Total comprehensive income for the year	-	61,286	61,286
Balance at 31st March 2022	1	125,208	125,209
Non-owner changes in equity			
Profit for the year	-	4,704	4,704
Total comprehensive income for the year	-	4,704	4,704
Balance at 31st March 2023	1	129,912	129,913

The above statement is to be read in conjunction with the notes to the financial statements on pages 9 to 18.

COFORGE SDN. BHD.
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STATEMENT OF CASH FLOWS
FOR THE PERIOD FROM 31ST MARCH 2023

	Note	2023 RM	2022 RM
CASH FLOW FROM OPERATING ACTIVITIES			
Profit before taxation		23,961	80,640
Adjustment for :-			
Depreciation		7,202	-
Loss on unrealised foreign exchange		29,452	24,296
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		<u>60,615</u>	104,936
(Increase)/Decrease in receivables		(230,818)	651,817
Increase in payables		1,134,005	1,162,180
CASH GENERATED FROM OPERATION		<u>963,802</u>	1,918,933
Tax paid		(72,086)	(5,274)
NET CASH GENERATED FROM OPERATING ACTIVITY		<u>891,716</u>	1,913,659
CASH FLOW FROM INVESTING ACTIVITY			
Purchase of property, plant and equipment		(32,447)	-
NET CASH USED IN INVESTING ACTIVITY		<u>(32,447)</u>	-
Net increase in cash and cash equivalents		859,269	1,913,659
Cash and cash equivalents at beginning of the year		1,928,585	14,926
CASH AND CASH EQUIVALENTS AT END OF THE YEAR	9	<u><u>2,787,854</u></u>	<u><u>1,928,585</u></u>

The above statement is to be read in conjunction with the notes to the financial statements on pages 9 to 18.

COFORGE SDN. BHD.
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NOTES TO THE FINANCIAL STATEMENTS - 31ST MARCH 2023

1. GENERAL

The financial statements of the Company are presented in Ringgit Malaysia (RM) which is the Company's functional currency. All financial information is presented in RM.

The Company was incorporated and domiciled in Malaysia as a private company limited by shares. It is resident in Malaysia with its registered office at Suite 1603, 16th Floor, Wisma Lim Foo Yong, 86 Jalan Raja Chulan, 50200 Kuala Lumpur.

2. PRINCIPAL ACTIVITIES

The principal activities of the Company is wholesale of a variety of goods without any particular specialization N.E.C; activities of providing infrastructure for hosting, data processing services and related activities; other information technology service activities N.E.C. There have been no significant changes in these activities during the financial year.

3. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

The financial statements of the Company have been prepared in accordance with Malaysian Private Entities Reporting Standard ("MPERS") issued by Malaysian Accounting Standards Board's ("MASB") and the provisions of the Companies Act 2016.

4. AUTHORISATION FOR ISSUE OF FINANCIAL STATEMENTS

The financial statements of the Company have been approved by the Board of Directors for issuance on.....

5. BASIS OF PREPARATION

5.1 Basis of Measurement

The financial statements of the Company have been prepared using cost bases (which include historical cost, amortised cost) and fair value bases.

5.2 Critical Judgements and Estimates Uncertainty

The preparation of the financial statements in conformity with MPERS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised in any future periods affected.

There are no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognized in the financial statements other than as disclosed below:-

A. Estimation Uncertainty

Measurement of Income Taxes

Significant judgement is required in determining the Company's provision for current and deferred taxes because the ultimate tax liability for the Company as a whole is uncertain. When the final outcome of the taxes payable is determined with the tax authorities in each jurisdiction, the amounts might be different for the initial estimates of the taxes payables. Such differences may impact the current and deferred taxes in the period where such determination is made. The Company will adjust for the differences as over or under provision of current or deferred taxes in the current period in which those differences arise.

6. **SIGNIFICANT ACCOUNTING POLICIES**

(a) **Property, Plant and Equipment**

(i) **Recognition and Measurement**

All property, plant and equipment are initially measured at cost.

Cost includes expenditures that are directly attributable to the acquisition of the asset and any other costs directly attributable to bringing the asset to working condition for its intended use, and the cost of dismantling and removing the items and restoring the site on which they are located. The cost of self constructed assets also includes the cost of direct and indirect cost of construction.

For an exchange of non-monetary assets that has a commercial substance, cost is measured by reference to the fair value of the asset received. All property, plant and equipment are subsequently measured at cost less any accumulated depreciation and any accumulated impairment losses.

Purchased software that is integral to the functionality of the related equipment is capitalized as part of that equipment. When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The gain or loss on disposal of an item of property, plant and equipment is determined by comparing the proceeds from disposal with the carrying amounts of property, plant and equipment and is recognized net within "other income" or "other expenses" respectively in profit or loss.

(ii) **Subsequent costs**

The cost of replacing a component of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced component is derecognized to profit or loss. The costs of the day to day servicing of property, plant and equipment are recognized in profit or loss as incurred.

(iii) **Depreciation**

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed, and if a component has a useful life that is different from the remainder of that asset, then that component is depreciated separately.

Depreciation is recognized in profit or loss on a straight line basis over the estimated useful lives of each component of an item of property, plant and equipment from the date that they are available for use. The annual rate used is as follows:-

	%
Computer	33.33

At the end of each reporting year, the residual values, useful life and depreciation method for the property, plant and equipment are reviewed for reasonableness. Any change in estimate of an item is adjusted prospectively over its remaining useful life, commencing in the current year.

(b) **Impairment of non-financial assets**

The carrying amounts of non-financial assets (ie. property, plant and equipment) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

If an individual asset generates independent cash inflows, it is tested for impairment as a stand-alone asset, if an asset does not generate independent cash inflows, it is tested for impairment together with other assets in a cash-generating unit, at the lowest level in which independent cash inflows are generated and monitored for internal management purposes.

The recoverable amount of an asset or a cash generating unit is the higher of its fair value less costs to sell and the value in use. The Company determines the fair value less costs to sell of an asset or a cash-generating unit in a hierarchy based on: (i) price in a sale agreement, (ii) market price traded in an active market; and (iii) estimate of market price using the best information available. The value in use is estimated by discounting the net cash inflows (by an appropriate pre-tax discount rate) of the asset or unit, using reasonable and supportable management's budgets and forecast cash flows.

An impairment loss is recognized if the carrying amount of an asset or its related cash- generating unit exceeds its estimated recoverable amount.

For an asset measured on a cost-based model, any impairment loss is recognized in profit or loss. For a property, plant and equipment measured on the revaluation model, any impairment loss is treated as a revaluation decrease.

The Company reassesses the recoverable amount of an impaired asset or a cash-generating unit if there is any indication that an impairment loss recognized previously may have reversed.

Any reversal of impairment loss for an asset carried at a cost-based model is recognized in profit or loss, subject to the limit that the revised carrying amount does not exceed the amount that would have been determined had no impairment loss been recognized previously.

(c) **Financial instruments**

(i) **Initial recognition and measurement**

A financial asset or financial liability is recognised in the statement of financial position when, and only when the Company becomes a party to the contractual provisions of the instruments.

A financial instrument is recognised initially at the transaction price (including transaction costs except in the initial measurement of a financial asset or financial liability that is measured at fair value through profit or loss, transaction cost are expensed to profit or loss when incurred) unless the arrangement constitutes, in effect, a financing transaction. If the arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instruments.

(ii) **Subsequent measurement**

For the purpose of subsequent measurement, the Company classifies financial assets into two categories, namely: (i) financial assets at fair value through profit or loss, and (ii) financial assets at amortised costs.

Other than financial assets measured at fair value through profit or loss, all other financial assets are subject to review for impairment in accordance with Note 6b(v).

After initial recognition, the Company measures all financial liabilities at amortised cost using the effective interest method.

(iii) **Fair Value Measurement of Financial Instruments**

All other financial assets or liabilities not measured at amortised cost or cost less impairment are measured at fair value with changes recognised in profit or loss.

The fair value is determined by reference to the quoted market price in an active market, and in the absence of an observable market price, by a valuation technique.

(iv) **Recognition of Gains and Losses**

Fair value changes of financial assets and financial liabilities classified as at fair value through profit or loss are recognized in profit or loss when they arise.

For financial assets and financial liabilities carried at amortised cost, a gain or loss is recognized in profit or loss only when the financial asset or financial liability is derecognized or impaired, and through the amortization process of the instruments.

(v) **Impairment and Uncollectibility of Financial Assets**

The Company applies the incurred loss model to recognise impairment losses of financial assets. At the end of each reporting period, the Company examines whether there is any objective evidence that a financial asset (except for financial assets measured at fair value through profit or loss) or a group of financial assets is impaired.

An impairment loss is measured as follows:-

- * For an instrument measured at amortised cost, the impairment loss is the difference between the asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate.
- * For an instrument measured at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

(vi) **Derecognition**

A financial asset or part of it is derecognized when, and only when, the contractual rights to the cash flows from the financial asset expire or are settled, or control of the asset is not retained or substantially all of the risks and rewards of ownership of the financial asset are transferred to another party. On derecognition of financial asset, the difference between the carrying amount of the financial asset derecognized and the consideration received, including any newly created rights, and obligations, is recognized in profit or loss.

A financial liability or part of it is derecognized when, and only when, the obligation specified in the contract is discharged, cancelled or expires. On derecognition of a financial liability, the difference between the carrying amount of the financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

(d) **Equity instruments**

Ordinary shares classified as equity, are measured at cost on initial recognition and are not remeasured subsequently.

(e) **Revenue Recognition**

Revenue from services rendered is recognized in profit or loss upon services rendered and acceptance by customers.

(f) **Income Tax**

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that it relates to business combination or items recognized directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the period, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous financial periods.

Deferred tax is provided by the balance sheet liability method based on all taxable temporary differences by comparing carrying amounts of assets and liabilities and their corresponding tax bases. Deferred tax is not recognized if the temporary differences arises from the initial recognition of an asset or liability in a transaction which is not a business combination and at the time the transaction, affects neither accounting profit nor taxable profits.

Deferred tax is measured at the tax rates that is expected to be applied to the temporary differences when they reverse, based on tax rates that have been enacted or substantially enacted by the end of the reporting year.

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

Deferred tax assets are reviewed at the end of each reporting period 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 if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax assets and liabilities on a net basis or their tax assets and liabilities will be realized simultaneously.

(g) **Cash and Cash Equivalents**

Cash and cash equivalents consists of cash in hand, bank balances, deposits with bank and highly liquid investments with maturing within three months from the date of acquisition which are readily convertible to known amount of cash which are subject to an insignificant risk of change in value. For the purpose of statement of cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits.

(h) **Employee Benefits**

(i) **Short term employee benefits**

Short term employee benefits in respect of wages, salaries, social security contributions, paid annual leaves, paid sick leaves, bonuses and non-monetary benefits are measured on an undiscounted basis and are expensed in the financial period when employees have rendered their services to the Company.

Bonuses are recognised as an expense when there is a present, legal or constructive obligations to make such payments, as a result of past services provided by employees and when a reliable estimate can be made of the amount of the obligations.

(ii) **Defined contribution plan**

The Company makes contributions to a statutory provident fund and recognise the contribution payable as an expense in the financial year in which the employees render their services. Once the contributions have been paid, the Company have no further payment obligations.

7. **PROPERTY, PLANT AND EQUIPMENT**

The details of property, plant and equipment are as follows:-

2023 Cost:	At 1st April 2022	Addition RM	At 31st March 2023		
	RM		RM	Carrying amount at 31st March 2023	Carrying amount at 31st March 2022
Computer	-	32,447	32,447		
Total	-	32,447	32,447		
Accumulated Depreciation:	At 1st April 2022	Charge for the year RM	At 31st March 2023	Carrying amount at 31st March 2023	Carrying amount at 31st March 2022
Computer	-	7,202	7,202	25,245	-
Total	-	7,202	7,202	25,245	-

8. **AMOUNT DUE FROM/(TO) RELATED COMPANY**

The amount due from/(to) related company represents billings for services rendered and are repayable on demand.

9. **CASH AND CASH EQUIVALENTS**

	2023 RM	2022 RM
Cash at bank	2,787,854	907,292
Cash in transit	-	1,021,293
	<u>2,787,854</u>	<u>1,928,585</u>

10. **SHARE CAPITAL**

	2023 RM	2022 RM
Issued and fully paid:		
1 Ordinary shares	<u>1</u>	<u>1</u>

The share capital of the Company has no par value. The holders of ordinary shares are entitled to receive dividends as and when declared by the Company, and are entitled to one vote per share at meetings of the Company.

11. **AMOUNT DUE TO HOLDING COMPANY**

The Company is a wholly owned subsidiary of Coforge Pte Ltd (Company No: 1995039029E), a Company incorporated in Singapore.

The amount due to holding company represents advances made are unsecured, interest free and payable on demand.

12. **REVENUE**

Revenue represents invoiced value of services less returns and discounts.

13. **OTHER INCOME**

	2023	2022
	RM	RM
Gain on realised foreign exchange	-	18,477
Interest income	5,159	575
	<u>5,159</u>	<u>19,052</u>

14. **PROFIT BEFORE TAXATION**

	2023	2022
	RM	RM
Profit from operations before taxation is stated after charging:-		
Audit fee	4,800	2,500
Loss on unrealised foreign exchange	29,452	24,296
Personnel expense (including key management personnel)		
- Contribution to state plan - EPF	62,731	82,746
	<u>62,731</u>	<u>82,746</u>

15. **TAXATION**

	2023	2022
	RM	RM
Current year's provision	12,820	19,354
Underprovision in prior year	6,437	-
	<u>19,257</u>	<u>19,354</u>

The tax rate is charged at 24% on the chargeable income of the Company.

A reconciliation of income tax expense applicable to profit before taxation at the statutory income tax rate to income tax expense at the effective income tax rate of the Company is as follows:-

	2023	2022
	RM	RM
Profit before taxation	<u>23,961</u>	<u>80,640</u>
Taxation at Malaysian Statutory tax rate of 24%	5,751	19,354
Expenses not deductible for tax purposes	7,069	-
Underprovision of taxation in prior year	<u>6,437</u>	<u>-</u>
Tax expense for the year	<u><u>19,257</u></u>	<u><u>19,354</u></u>

The above are subject to the approval of the tax authorities.

16. FINANCIAL INSTRUMENTS

16.1 Categories of financial instruments

The table below provides an analysis of financial instruments categorized as follows:-

(a) Financial assets and financial liabilities measured at amortised cost ("AC").

2023	Carrying	
Financial assets	Amount	AC
	RM	RM
Amount due from related company	463,353	463,353
Cash and cash equivalents	2,787,854	2,787,854
	<u>3,251,207</u>	<u>3,251,207</u>
Financial liabilities		
Other payable and accrual	19,991	19,991
Amount due to related company	10,441	10,441
Amount due to holding company	3,145,132	3,145,132
	<u>3,175,564</u>	<u>3,175,564</u>

2022	Carrying	
Financial assets	Amount	AC
	RM	RM
Amount due from related company	230,861	230,861
Cash and cash equivalents	1,928,585	1,928,585
	<u>2,159,446</u>	<u>2,159,446</u>
 Financial liabilities		
Other payable and accrual	7,579	7,579
Amount due to holding company	2,004,528	2,004,528
	<u>2,012,107</u>	<u>2,012,107</u>

17. EMPLOYEES

The number of employees at the end of the financial year is as follows:

	2023	2022
	No.	No.
Directors	2	2
Employee	7	7
	<u>9</u>	<u>9</u>

18. ULTIMATE HOLDING COMPANY

The ultimate holding company is a Coforge Limited (Company No: L65993DL1992PLC048753), a Company incorporated in India.

19. RELATED PARTIES TRANSACTION

The significant related parties transactions of the Company is disclosed below:-

	2023	2022
	RM	RM
Coforge Inc, related company		
- Revenue	<u>1,022,463</u>	<u>1,244,914</u>

The related parties balances are disclosed in Notes 8 and 11.

COFORGE SDN. BHD.
(Incorporated in Malaysia)

**STATEMENT BY DIRECTORS PURSUANT TO SECTION 251(2)
OF THE COMPANIES ACT 2016**

We, ABHISHEK AVINASH SEHGAL and A.M. SOMASUNDARAM A/L S.A. MANOHARAN, being the directors of COFORGE SDN. BHD., do hereby state that in the opinion of the directors, the accompanying financial statements set out on pages 5 to 18 are drawn up so as to give a true and fair view of the financial position of the Company as at 31st March 2023 and financial performance of the Company for the financial period ended 31st March 2023 in accordance with the Malaysian Private Entities Reporting Standard and the requirements of the Companies Act 2016 in Malaysia.

Signed on behalf of the Board of Directors in accordance with a resolution of the directors dated

ABHISHEK AVINASH SEHGAL

A.M. SOMASUNDARAM A/L S.A.
MANOHARAN

**STATUTORY DECLARATION PURSUANT TO SECTION 251(1)
OF THE COMPANIES ACT 2016**

I, A.M. SOMASUNDARAM A/L S.A. MANOHARAN, I.C. No. 610412-10-6329, the director primarily responsible for the financial management of COFORGE SDN. BHD., do solemnly and sincerely declare that the financial statements set out on pages 5 to 18 are to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed at Kuala Lumpur in Wilayah Persekutuan on

Before me,

A.M. SUMASUNDARAM A/L S.A.
MANOHARAN

COMMISSIONER FOR OATHS



HALS & Associates

Chartered Accountants
AF No: 0755

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF
COFORGE SDN. BHD.
(Incorporated in Malaysia)**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Coforge Sdn Bhd which comprise the statement of financial position as at 31st March 2023 and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended 31st March 2023, and notes to the financial statements, including a summary of significant accounting policies as set out on pages 5 to 18.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31st March 2023 and of its financial performance and its cash flows for the period then ended in accordance with Malaysian Private Entities Reporting Standard and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence and Other Ethical Responsibilities

We are independent of the Company in accordance with the By-Laws (*on Professional Ethics, Conduct and Practice*) of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants* ("IESBA Code") and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Information Other than the Financial Statements and Auditors' Report Thereon

The directors of the Company are responsible for the other information. The other information comprises the Directors' Report but does not include the financial statements of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Company does not cover the Directors' Report and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Company, our responsibility is to read the Directors' Report and, in doing so, consider whether the Directors' Report is materially inconsistent with the financial statements of the Company 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 the Directors' Report, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The directors of the Company are responsible for the preparation of financial statements of the Company that give a true and fair view in accordance with Malaysian Private Entities Reporting Standard and the requirements of the Companies Act 2016 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Company, the 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 the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 approved standards on auditing in Malaysia and International Standards on Auditing 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 financial statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- * Identify and assess the risks of material misstatement of the financial statements of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- * Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- * Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- * Conclude on the appropriateness of the directors' 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 auditors' report to the related disclosures in the financial statements of the Company 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 presentations, structure and content of the financial statements of the Company, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors 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.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

HALS & ASSOCIATES
A.F. 0755
CHARTERED ACCOUNTANTS

Lim Kian Keong
Bil 02043/09/2024 J
Partner

DATE:

KUALA LUMPUR

COFORGE SDN. BHD.
(Incorporated in Malaysia)

**The page which follows does not
form part of the Statutory
financial statements of the Company**

DRAFT FOR DISCUSSION PURPOSE ONLY

COFORGE SDN. BHD.
(Incorporated in Malaysia)

**DETAILED INCOME STATEMENT
FOR THE YEAR ENDED 31ST MARCH 2023**

	2023	2022
	RM	RM
REVENUE	1,022,463	1,244,914
Less: COST OF SERVICE		
Bank charges	1,014	1,304
EPF	62,731	82,746
Hiring expenses	-	1,386
Mediclaim Insurance	44,087	51,150
Professional services	31,119	26,029
Salaries	758,868	977,477
Socso and EIS	6,540	6,642
Staff recruitment	1,380	-
	<u>905,739</u>	<u>1,146,734</u>
GROSS PROFIT	116,724	98,180
Add: OTHER INCOME		
Gain on realised foreign exchange	-	18,477
Interest income	5,159	575
	<u>121,883</u>	<u>117,232</u>
Less: ADMINISTRATIVE EXPENSES		
Audit fee		
- Current year	4,800	2,500
- Underprovision in prior year	3,300	-
Depreciation	7,202	-
Loss on realised foreign exchange	1,365	-
Loss on unrealised foreign exchange	29,452	24,296
Penalty	8,177	-
Printing and stationery	1,134	-
Professional services	11,755	9,796
Repair and maintenance	7,748	-
Software development	10,441	-
Staff welfare	12,548	-
	<u>97,922</u>	<u>36,592</u>
PROFIT BEFORE TAXATION	<u><u>23,961</u></u>	<u><u>80,640</u></u>