

Incessant Technologies (Australia) Pty Ltd

ABN 12 138 639 068

Annual Report - 31 March 2019

Incessant Technologies (Australia) Pty Ltd
Directors' report
31 March 2019

The directors present their report, together with the financial statements, on the company for the year ended 31 March 2019.

Directors

The following persons were directors of the company during the whole of the financial year and up to the date of this report, unless otherwise stated:

Glenn Merchant
Vijay Madduri
Arvind Thakur

Principal activities

During the financial year the principal continuing activities of the company consisted of:

- Primarily offering services in the area of Software Solutions, Consultancy Services and Solutions on Business Process Management to the Banking, Travelling and Insurance Industry.

Dividends

Dividends paid during the financial year were as follows:

	2019	2018
	\$	\$
Dividend for the year ended 31 March 2019 : \$35,000 per ordinary share	<u>3,500,000</u>	<u>-</u>

Review of operations

The profit for the company after providing for income tax amounted to \$1,378,364 (31 March 2018: \$3,396,929).

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the company during the financial year.

Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 31 March 2019 that has significantly affected, or may significantly affect the company's operations, the results of those operations, or the company's state of affairs in future financial years.

Likely developments and expected results of operations

Information on likely developments in the operations of the company and the expected results of operations have not been included in this report because the directors believe it would be likely to result in unreasonable prejudice to the company.

Environmental regulation

The company is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Shares under option

There were no unissued ordinary shares of the company under option outstanding at the date of this report.

Shares issued on the exercise of options

There were no ordinary shares of the company issued on the exercise of options during the year ended 31 March 2019 and up to the date of this report.

Indemnity and insurance of officers

The company has indemnified the directors and executives of the company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the company paid a premium in respect of a contract to insure the directors and executives of the company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and insurance of auditor

The company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

Incessant Technologies (Australia) Pty Ltd
Directors' report
31 March 2019

During the financial year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

Proceedings on behalf of the company

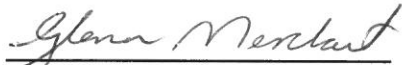
No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors



Glenn Merchant
Director

Madan Mohan
Director

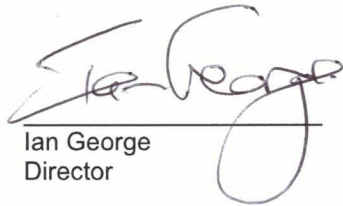
29 April 2019
SYDNEY

**Incessant Technologies (Australia) Pty Limited
Auditor's independence declaration**

In accordance with section 307C of the *Corporations Act 2001*, as auditor for the audit of Incessant Technologies (Australia) Pty Limited for the financial year ended 31 March 2019, to the best of my knowledge and belief, there have been:

- no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- no contraventions of any applicable code of professional conduct in relation to the audit.

Countplus One Audit Pty Limited
Registered Company Auditor Number 339306



Ian George
Director

Level 1, 165 Walker Street
NORTH SYDNEY NSW 2060

Dated 29 April 2019

Incessant Technologies (Australia) Pty Ltd

Contents

31 March 2019

Statement of profit or loss and other comprehensive income	5
Statement of financial position	6
Statement of changes in equity	7
Statement of cash flows	8
Notes to the financial statements	9
Directors' declaration	20
Independent auditor's report to the members of Incessant Technologies (Australia) Pty Ltd	21

General information

The financial statements cover Incessant Technologies (Australia) Pty Ltd as an individual entity. The financial statements are presented in Australian dollars, which is Incessant Technologies (Australia) Pty Ltd's functional and presentation currency.

Incessant Technologies (Australia) Pty Ltd is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Suite 17, Level 14 Lumley House
309 Kent Street
SYDNEY NSW 2000

A description of the nature of the company's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The comparative financial information presented in this report pertains to the period 1 April 2017 to 31 March 2018.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 29 April 2019. The directors have the power to amend and reissue the financial statements.

Incessant Technologies (Australia) Pty Ltd
Statement of profit or loss and other comprehensive income
For the year ended 31 March 2019

	Note	2019 \$	2018 \$
Revenue	3	28,613,349	24,470,370
Expenses			
Production, development and execution	4	(8,937,094)	(7,268,698)
Exchange differences		(70,085)	(66,480)
Employee benefits expense		(15,481,935)	(11,786,634)
Depreciation and amortisation expense		(3,392)	(2,905)
Other expenses		(1,963,077)	(949,579)
Finance costs		<u>(188,675)</u>	<u>(13,862)</u>
Profit before income tax expense		1,969,091	4,382,212
Income tax expense	5	<u>(590,727)</u>	<u>(985,283)</u>
Profit after income tax expense for the year attributable to the owners of Incessant Technologies (Australia) Pty Ltd	18	1,378,364	3,396,929
Other comprehensive income for the year, net of tax		<u>-</u>	<u>-</u>
Total comprehensive income for the year attributable to the owners of Incessant Technologies (Australia) Pty Ltd		<u><u>1,378,364</u></u>	<u><u>3,396,929</u></u>

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

Incessant Technologies (Australia) Pty Ltd
Statement of financial position
As at 31 March 2019

	Note	2019 \$	2018 \$
Assets			
Current assets			
Cash and cash equivalents	6	1,180,624	4,360,242
Trade and other receivables	7	5,940,445	5,009,709
Income tax refund due	8	1,212,191	816,808
Other	9	3,460,491	552,589
Total current assets		<u>11,793,751</u>	<u>10,739,348</u>
Non-current assets			
Property, plant and equipment	10	6,093	4,966
Deferred tax	12	(29,698)	148,096
Total non-current assets		<u>(23,605)</u>	<u>153,062</u>
Total assets		<u>11,770,146</u>	<u>10,892,410</u>
Liabilities			
Current liabilities			
Trade and other payables	13	5,988,897	2,088,438
Income tax	14	840,650	1,619,789
Employee benefits	15	289,036	66,239
Other	16	25,284	370,029
Total current liabilities		<u>7,143,867</u>	<u>4,144,495</u>
Total liabilities		<u>7,143,867</u>	<u>4,144,495</u>
Net assets		<u>4,626,279</u>	<u>6,747,915</u>
Equity			
Issued capital	17	100	100
Retained profits	18	4,626,179	6,747,815
Total equity		<u>4,626,279</u>	<u>6,747,915</u>

The above statement of financial position should be read in conjunction with the accompanying notes

Incessant Technologies (Australia) Pty Ltd
Statement of changes in equity
For the year ended 31 March 2019

	Issued capital \$	Retained profits \$	Total equity \$
Balance at 1 April 2017	100	3,350,886	3,350,986
Profit after income tax expense for the year	-	3,396,929	3,396,929
Other comprehensive income for the year, net of tax	-	-	-
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the year	-	3,396,929	3,396,929
	<hr/>	<hr/>	<hr/>
Balance at 31 March 2018	<u>100</u>	<u>6,747,815</u>	<u>6,747,915</u>
	<hr/>	<hr/>	<hr/>
	Issued capital \$	Retained profits \$	Total equity \$
Balance at 1 April 2018	100	6,747,815	6,747,915
Profit after income tax expense for the year	-	1,378,364	1,378,364
Other comprehensive income for the year, net of tax	-	-	-
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the year	-	1,378,364	1,378,364
	<hr/>	<hr/>	<hr/>
<i>Transactions with owners in their capacity as owners:</i>			
Dividends paid (note 19)	-	(3,500,000)	(3,500,000)
	<hr/>	<hr/>	<hr/>
Balance at 31 March 2019	<u>100</u>	<u>4,626,179</u>	<u>4,626,279</u>
	<hr/>	<hr/>	<hr/>

The above statement of changes in equity should be read in conjunction with the accompanying notes

Incessant Technologies (Australia) Pty Ltd
Statement of cash flows
For the year ended 31 March 2019

	Note	2019 \$	2018 \$
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		24,808,290	21,685,946
Payments to suppliers (inclusive of GST)		<u>(22,710,213)</u>	<u>(20,461,374)</u>
Other revenue		2,098,077	1,224,572
Interest and other finance costs paid		2,954	4,073
Income taxes paid		<u>(188,675)</u>	<u>(13,862)</u>
		<u>(1,587,455)</u>	<u>(472,150)</u>
Net cash from operating activities	24	<u>324,901</u>	<u>742,633</u>
Cash flows from investing activities			
Payments for property, plant and equipment	10	(4,519)	-
Payments for security deposits	9	<u>-</u>	<u>(1,890)</u>
Net cash used in investing activities		<u>(4,519)</u>	<u>(1,890)</u>
Cash flows from financing activities			
Dividends paid	19	<u>(3,500,000)</u>	<u>-</u>
Net cash used in financing activities		<u>(3,500,000)</u>	<u>-</u>
Net increase/(decrease) in cash and cash equivalents		(3,179,618)	740,743
Cash and cash equivalents at the beginning of the financial year		<u>4,360,242</u>	<u>3,619,499</u>
Cash and cash equivalents at the end of the financial year	6	<u><u>1,180,624</u></u>	<u><u>4,360,242</u></u>

The above statement of cash flows should be read in conjunction with the accompanying notes

Note 1. Significant accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The company has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income, investment properties, certain classes of property, plant and equipment and derivative financial instruments.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

Revenue recognition

The company recognises revenue as follows:

Revenue from contracts with customers

Revenue is recognised at an amount that reflects the consideration to which the company is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the company: identifies the contract with a customer; identifies the performance obligations in the contract; determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

Variable consideration within the transaction price, if any, reflects concessions provided to the customer such as discounts, rebates and refunds, any potential bonuses receivable from the customer and any other contingent events. Such estimates are determined using either the 'expected value' or 'most likely amount' method. The measurement of variable consideration is subject to a constraining principle whereby revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The measurement constraint continues until the uncertainty associated with the variable consideration is subsequently resolved. Amounts received that are subject to the constraining principle are initially recognised as deferred revenue in the form of a separate refund liability.

Rendering of services

Revenue from a contract to provide services is recognised over time as the services are rendered based on either a fixed price or an hourly rate.

Interest

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Note 1. Significant accounting policies (continued)

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the company's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the company's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Property, plant and equipment

Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Incessant Technologies (Australia) Pty Ltd
Notes to the financial statements
31 March 2019

Note 1. Significant accounting policies (continued)

Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives as follows:

Computers and peripherals	2-5 years
Office Equipment	5 years

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the company. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss. Any revaluation surplus reserve relating to the item disposed of is transferred directly to retained profits.

Software

Significant costs associated with software are deferred and amortised on a straight-line basis over the period of their expected benefit, being their finite life of 4 years.

Trade and other payables

These amounts represent liabilities for goods and services provided to the company prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Employee benefits

Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on 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; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Issued capital

Ordinary shares are classified as equity.

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

Dividends

Dividends are recognised when declared during the financial year and no longer at the discretion of the company.

Goods and Services Tax ('GST') and other similar taxes

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Note 1. Significant accounting policies (continued)

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the company for the annual reporting period ended 31 March 2019. The company has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Note 2. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Allowance for expected credit losses

The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience and historical collection rates.

Estimation of useful lives of assets

The company determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

Income tax

The company is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The company recognises liabilities for anticipated tax audit issues based on the company's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Recovery of deferred tax assets

Deferred tax assets are recognised for deductible temporary differences only if the company considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Employee benefits provision

As discussed in note 1, the liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

Incessant Technologies (Australia) Pty Ltd
Notes to the financial statements
31 March 2019

Note 3. Revenue

	2019	2018
	\$	\$
<i>Sales revenue</i>		
Sales from operations	28,610,395	24,466,297
<i>Other revenue</i>		
Other revenue	2,954	4,073
Revenue	<u>28,613,349</u>	<u>24,470,370</u>

Note 4. Production, development and execution

	2019	2018
	\$	\$
Professional service expenses for production	<u>8,937,094</u>	<u>7,268,698</u>

Note 5. Income tax expense

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

	2019	2018
	\$	\$
<i>Income tax expense</i>		
Current tax	412,933	866,156
Deferred tax - origination and reversal of temporary differences	177,794	119,127
Aggregate income tax expense	<u>590,727</u>	<u>985,283</u>
Deferred tax included in income tax expense comprises:		
Decrease in deferred tax assets (note 12)	177,794	119,127
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Profit before income tax expense	1,969,091	4,382,212
Tax at the statutory tax rate of 30%	590,727	1,314,664
Prior year temporary differences not recognised now recognised	-	(329,381)
Income tax expense	<u>590,727</u>	<u>985,283</u>

Note 6. Current assets - cash and cash equivalents

	2019	2018
	\$	\$
Cash at bank	<u>1,180,624</u>	<u>4,360,242</u>

Incessant Technologies (Australia) Pty Ltd
Notes to the financial statements
31 March 2019

Note 7. Current assets - trade and other receivables

	2019	2018
	\$	\$
Trade receivables	<u>5,940,445</u>	<u>5,009,709</u>

Allowance for expected credit losses

The company has not recognised a loss in respect of impairment of receivables for the year ended 31 March 2019.

Note 8. Current assets - income tax refund due

	2019	2018
	\$	\$
Income tax refund due	<u>1,212,191</u>	<u>816,808</u>

Note 9. Current assets - Other

	2019	2018
	\$	\$
Accrued revenue	3,332,198	460,828
Prepayments	124,953	88,421
Security deposits	3,340	3,340
	<u>3,460,491</u>	<u>552,589</u>

Note 10. Non-current assets - property, plant and equipment

	2019	2018
	\$	\$
Plant and equipment - at cost	14,398	9,878
Less: Accumulated depreciation	<u>(8,305)</u>	<u>(4,912)</u>
	<u>6,093</u>	<u>4,966</u>

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

	Plant and Equipment \$	Total \$
Balance at 1 April 2017	7,871	7,871
Depreciation expense	<u>(2,905)</u>	<u>(2,905)</u>
Balance at 31 March 2018	4,966	4,966
Additions	4,519	4,519
Depreciation expense	<u>(3,392)</u>	<u>(3,392)</u>
Balance at 31 March 2019	<u>6,093</u>	<u>6,093</u>

Incessant Technologies (Australia) Pty Ltd
Notes to the financial statements
31 March 2019

Note 11. Non-current assets - intangibles

	2019	2018
	\$	\$
Software - at cost	55,229	55,229
Less: Accumulated amortisation	<u>(55,229)</u>	<u>(55,229)</u>
	<u><u>-</u></u>	<u><u>-</u></u>

Note 12. Non-current assets - deferred tax

	2019	2018
	\$	\$
<i>Deferred tax asset comprises temporary differences attributable to:</i>		
Amounts recognised in profit or loss:		
Employee benefits	149,607	82,767
Provisions	<u>(179,305)</u>	<u>65,329</u>
Deferred tax asset	<u><u>(29,698)</u></u>	<u><u>148,096</u></u>
<i>Movements:</i>		
Opening balance	148,096	267,223
Charged to profit or loss (note 5)	<u>(177,794)</u>	<u>(119,127)</u>
Closing balance	<u><u>(29,698)</u></u>	<u><u>148,096</u></u>

Note 13. Current liabilities - trade and other payables

	2019	2018
	\$	\$
Trade payables	4,639,536	901,813
BAS payable	696,080	717,606
Other payables	<u>653,281</u>	<u>469,019</u>
	<u><u>5,988,897</u></u>	<u><u>2,088,438</u></u>

Refer to note 20 for further information on financial instruments.

Note 14. Current liabilities - income tax

	2019	2018
	\$	\$
Provision for income tax	<u>840,650</u>	<u>1,619,789</u>

Note 15. Current liabilities - employee benefits

	2019	2018
	\$	\$
Annual leave	<u>289,036</u>	<u>66,239</u>

Incessant Technologies (Australia) Pty Ltd
Notes to the financial statements
31 March 2019

Note 16. Current liabilities - other

	2019	2018
	\$	\$
Accrued expenses	10,406	355,152
Deferred revenue	14,878	14,877
	<u>25,284</u>	<u>370,029</u>

Note 17. Equity - issued capital

	2019	2018	2019	2018
	Shares	Shares	\$	\$
Ordinary shares - fully paid	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Capital risk management

The company's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The capital risk management policy remains unchanged from the 2017 Annual Report.

Note 18. Equity - retained profits

	2019	2018
	\$	\$
Retained profits at the beginning of the financial year	6,747,815	3,350,886
Profit after income tax expense for the year	1,378,364	3,396,929
Dividends paid (note 19)	(3,500,000)	-
Retained profits at the end of the financial year	<u>4,626,179</u>	<u>6,747,815</u>

Note 19. Equity - dividends

Dividends paid during the financial year were as follows:

	2019	2018
	\$	\$
Dividend for the year ended 31 March 2019 : \$35,000 per ordinary share	<u>3,500,000</u>	<u>-</u>

Note 20. Financial instruments

Financial risk management objectives

The company's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the company. The company does not use derivative financial instruments.

To mitigate the risks Company has Internal Control Financial Risk Matrix (ICFR) which is being audited by Corporate Internal Audit Team at a global level of Incessant and report is discussed with Top Management.

Price risk

The company is not exposed to any significant price risk.

Interest rate risk

The company's main interest rate risk arises from long-term borrowings. Borrowings obtained at variable rates expose the company to interest rate risk. The policy is to repay all borrowings to reduce any interest charges.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the company. The company has a strict code of credit, including obtaining agency credit information and confirming references. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The company does not hold any collateral.

The company has adopted a lifetime expected loss allowance in estimating expected credit losses to trade receivables through the use of a provisions matrix using fixed rates of credit loss provisioning. These provisions are considered representative across all customers of the company based on recent sales experience, historical collection rates and forward-looking information that is available.

The company has a credit risk exposure with a major customer, which as at 31 March 2019 owed the company \$1,566,684 (26.38% of trade receivables). This balance was within its terms of trade and no impairment was made as at 31 March 2019. There are no guarantees against this receivable but management closely monitors the receivable balance on a monthly basis and is in regular contact with this customer to mitigate risk.

Generally, trade receivables are written off when there is no reasonable expectation of recovery. Indicators of this include the failure of a debtor to engage in a repayment plan, no active enforcement activity and a failure to make contractual payments for a period greater than 1 year.

Liquidity risk

Vigilant liquidity risk management requires the company to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The company manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Fair value of financial instruments

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

Note 21. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by , the auditor of the company:

	2019	2018
	\$	\$
<i>Audit services -</i>		
Audit of the financial statements	<u>26,000</u>	<u>26,000</u>

Incessant Technologies (Australia) Pty Ltd
Notes to the financial statements
31 March 2019

Note 22. Related party transactions

Parent entity

NIIT Technologies Ltd, India is the parent entity.

Transactions with related parties

The following transactions occurred with related parties:

	2019	2018
	\$	\$
Other income:		
Interest received from associate	-	4,025
Payment for goods and services:		
Payment for services from associate	6,958,350	5,823,580
Reimbursement of expenses	451,343	571,893
Recovery of expenses	153,853	1,553
Dividend Paid	3,500,000	-
Other transactions:		
Repayment of Loans from Associates	-	385,047

Receivable from and payable to related parties

The following balances are outstanding at the reporting date in relation to transactions with related parties:

	2019	2018
	\$	\$
Current payables:		
Trade payables to associate	1,608,276	798,535

Loans to/from related parties

There were no loans to or from related parties at the current and previous reporting date.

Terms and conditions

All transactions were made on normal commercial terms and conditions and at market rates.

Note 23. Events after the reporting period

No matter or circumstance has arisen since 31 March 2019 that has significantly affected, or may significantly affect the company's operations, the results of those operations, or the company's state of affairs in future financial years.

Incessant Technologies (Australia) Pty Ltd
Notes to the financial statements
31 March 2019

Note 24. Reconciliation of profit after income tax to net cash from operating activities

	2019	2018
	\$	\$
Profit after income tax expense for the year	1,378,364	3,396,929
Adjustments for:		
Depreciation and amortisation	(3,392)	(2,905)
Change in operating assets and liabilities:		
Increase in trade and other receivables	(930,736)	(2,559,396)
Increase in income tax refund due	(395,383)	(2,550)
Decrease in deferred tax assets	177,794	119,127
Increase in accrued revenue	(2,871,370)	(220,954)
Increase in prepayments	(36,532)	(14,285)
Decrease in other operating assets	6,784	5,810
Increase/(decrease) in trade and other payables	3,900,459	(164,114)
Increase/(decrease) in provision for income tax	(779,139)	396,556
Increase in employee benefits	222,797	24,239
Decrease in other operating liabilities	<u>(344,745)</u>	<u>(235,824)</u>
Net cash from operating activities	<u>324,901</u>	<u>742,633</u>

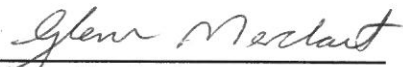
Incessant Technologies (Australia) Pty Ltd
Directors' declaration
31 March 2019

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;
- the attached financial statements and notes give a true and fair view of the company's financial position as at 31 March 2019 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors



Glenn Merchant
Director

Madan Mohan
Director

29 April 2019
SYDNEY

Incessant Technologies (Australia) Pty Limited
Independent auditor's report to the members of Incessant Technologies (Australia) Pty Limited

Report on the Financial Report

We have audited the accompanying financial report, being a general purpose financial report of Incessant Technologies (Australia) Pty Limited which comprises the statements of financial position as at 31 March 2019, the statements of comprehensive income, statements of changes in equity and statements of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the company at the year's end.

Opinion

In our opinion the financial report of Incessant Technologies (Australia) Pty Limited is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the company's financial position as at 31 March 2019 and of their performance for the year ended on that date; and
- (b) complying with Australian Accounting Standards and International Financial Reporting Standards, to the extent described in Note 1, and the *Corporations Act 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the 'Auditor's responsibilities for the audit of the financial report' section of our report. We are independent of the company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 'Code of Ethics for Professional Accountants' (the 'code') that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The directors are responsible for the other information. The other information comprises the information included in the company's annual report for the year ended 31 March 2019, but does not include the financial report and our auditor's report thereon.

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

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report 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.

Directors' responsibility for the financial report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards, and International Financial Reporting Standards, to the extent described in Note 1 and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, 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.

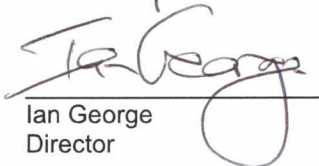
Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards 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 this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: <http://www.auasb.gov.au/Home.aspx>. This description forms part of our auditor's report.

Countplus One Audit Pty Limited
Registered Company Auditor Number 339306

Countplus One Audit Pty Ltd


Ian George
Director

Level 1, 165 Walker Street
NORTH SYDNEY NSW 2060

Dated: *29 April 2019*