



Date: September 07, 2022

To,
Manager
National Stock Exchange of India Limited
Exchange Plaza, BKC
Bandra (East),
Mumbai - 400051

Symbol: - 4THDIM

Sub: Submission of 10th Annual Report along with the notice of the Annual General Meeting (“AGM”) of the Company for the F.Y 2021-22.

Dear Sir/Madam,

Pursuant to Regulation 30 and 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed Annual Report containing Notice of Annual General Meeting (“AGM”) for the F.Y 2021-22.

The AGM of the Company will be held through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”). The relevant details of the AGM are as follows.

Particular	Date
AGM Date	29 th September 2022
Cut-Off Date	22 nd September 2022
Book Closure	23 rd September 2022 to 29 th September 2022 (Both day Inclusive)
Remote e-voting start date & time	26 th September 2022 at 09:00 A.M.
Remote e-voting end date & time	28 th September 2022 at 05:00 P.M.

Please take the above information on record.

Thanking you,

Yours Faithfully,

For Fourth Dimension Solutions Limited

ASHISH
THAKUR
Digitally signed
by ASHISH
THAKUR
Date: 2022.09.07
17:39:25 +05'30'

Ashish Thakur
Company Secretary

FOURTH DIMENSION SOLUTIONS LIMITED

CIN: L74110DL2011PLC221111

Regd Office: Office no. 710, Naurang House, Kasturba Gandhi (KG) Road, Connaught Place, New-Delhi-110001

Contact: 079-26566588 | E-mail: secretarial.fdsl@gmail.com | Website: www.fdsindia.co.in

A dark blue vertical bar runs down the left side of the page. A blue arrow points to the right from the bar, overlapping the text.

ANNUAL REPORT

2021-22

Several thin, light blue wavy lines originate from the bottom left corner and curve upwards and to the right.

FOURTH DIMENSION SOLUTIONS LIMITED

(CIN:L74110DL2011PLC221111)

Reg. Off: No. 710, Naurang House, KG Road, Connaught Place, New
Delhi-110001

Contact No. : 011-41562293

Email id: contactus@fdsindia.co.in/secretarial@fdsindia.co.in

Website: www.fdsindia.co.in

INDEX

Particular	Page No.
Corporate Information	
Notice of AGM	
Director's report and its Annexures	
CEO/CFO Certificate under Regulation 17(8) of SEBI(LODR)2015	
Certificate of Non-Disqualification of Directors	
Independent Auditor's Report to the shareholders and Financial Statements	

CORPORATE INFORMATION

Board of Directors	
Mr. Rajesh Thakur	Managing Director
Mr. Dhaval Mistry	Non-Executive Director
Ms. Veena Pani Chaudhary	Executive Director & CFO
Ms. Neelu Chaudhary	Non-Executive Director (Women)
Mr. Rajesh Ramnani	Chairperson & Independent Director
Mr. Prawincharan Dwary	Independent Director
Company Secretary	
Mr. Ashish Thakur	
Chief Financial Officer	
Ms. Veena Pani Chaudhary	
Audit Committee	
Mr. Rajesh Ramnani	Chairman
Mr. Prawincharan Dwary	Member
Ms. Neelu Choudhary	Member
Nomination & Remuneration Committee	
Mr. Prawincharan Dwary	Chairman
Mr. Rajesh Ramnani	Member
Ms. Neelu Choudhary	Member
Stakeholder's Relationship Committee	
Mr. Prawincharan Dwary	Chairman
Mr. Rajesh Ramnani	Member
Ms. Neelu Choudhary	Member
Registered Office	Registrar and Share Transfer Agent
Office No. 710 Naurang House, KG Road, Connaught Place, New Delhi -110001	Bigshare Services Private Limited 302, Kushal Bazar,32-33, Nehru Place, New Delhi- 110019
Email: contactus@fdsindia.co.in	Tel: (011) 42425004
Website: www.fdsindia.co.in	Fax: (011) 47565852
	Email: bssdelhi@bigshareonline.com
Statutory Auditors	Secretarial Auditor
M/s. Prakash Tekwani & Associates	Anisha Jhunjhunwala & Associates
Add: 387, Karnavati Plaza, Revadi Bazar Cross Road, Revdi Bazar, Ahmedabad - 380002	6, Srinathnagar Society, Near Panchdev Mahadev Mandir, Ghatlodia, Ahmedabad-380061

NOTICE OF 10th ANNUAL GENERAL MEETING (AGM)

NOTICE is hereby given to the members of **FOURTH DIMENSION SOLUTIONS LIMITED** that 10th Annual General Meeting of the members of the Company will be held on Thursday, the 29th day of September, 2022, at 12:30 p.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the company for the Financial Year ended March 31, 2022, and the Reports of the Board of Directors and Auditors thereon.;
2. To appoint a Director in place of Mr. Dhaval Mistry (DIN: 03411290), who retires by rotation, and being eligible, offers himself for re-appointment.

**By Order of the Board
For Fourth Dimension Solutions Limited**

**Ashish Thakur
Company Secretary**

Date: September 5, 2022

Place: New-Delhi

Registered Office:

Office No. 710, Naurang House,
Kasturba Gandhi (KG) Road,
Connaught Place, New Delhi-110001
CIN: L74110DL2011PLC221111
Email: contactus@fdsindia.co.in
Website: www.fdsindia.co.in
Contact No.: 011-41562293

Notes:

1. In view of the prevailing COVID-19 pandemic scenario, the Ministry of Corporate Affairs ('MCA') vide its General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos.02/2021, 17/2020, 14/2020 & 2/2022 dated January 13, 2021, April 13, 2020, April 8, 2020, May 5, 2022 respectively (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 ('SEBI Circular') have permitted the holding of the Annual General Meeting by companies through VC / OAVM during the calendar year 2021 and 2022, without the physical presence of the Members. Accordingly, in compliance with the provisions of the Companies Act, 2013 ('Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars and SEBI Circular, the 10th AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue.
2. In accordance with the Secretarial Standard - 2 on General Meetings issued by the ICSI read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company i.e. Office No. 710, Naurang House, Kasturba Gandhi (KG) Road, Connaught Place, New Delhi-110001 which shall be the venue of the AGM. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
3. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. Pursuant to the provisions of The Companies Act 2013, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. In compliance with the provisions of Section 108 of the Act, read with the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment

Rules, 2015 and Regulation 44 of Listing Regulations and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting during the AGM will be provided by CDSL.

6. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained as per the Companies Act, 2013 will be available for electronic inspection by the members during the AGM. All the documents referred in the Notice will also be available for electronic inspection by the members without payment of any fees, from the date of circulation of this Notice up to the date of AGM i.e September 29, 2022. Members seeking inspection of the aforementioned documents can send an email to secretarial@fdsindia.co.in.
7. The members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for minimum 1,000 members on 'first come first serve' basis. This will not include large Shareholders (Shareholders holding 2% or more equity shares), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of 'first come first serve' basis.
8. Institutional/Corporate Shareholders intending to authorise their representatives to attend the meeting pursuant to Section 113 of the Act, are requested to email certified copy of the Board/ governing body resolution/authorisation etc. authorising their representatives to attend and vote on their behalf at Scrutinizer email address to csanishajhunjunwala2017@gmail.com with a copy marked to secretarial@fdsindia.co.in.

DISPATCH OF ANNUAL REPORT:

9. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report is being sent through e-mail to those members whose e-mail addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report will also be available on the on the Company's website at www.fdsindia.co.in, websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively, and on the e-voting website of CDSL at www.evotingindia.com.
10. Members who have still not registered their e-mail IDs are requested to do so at the earliest. Members holding shares in electronic mode can get their e-mail IDs registered by contacting their respective Stock Broker/Depository Participant for receiving the Notice and Annual Report. We urge members to support this Green Initiative effort of the Company and get their e-mail IDs registered.

BOOK CLOSURE:

11. The Register of Members and the Share Transfer Books of the Company will remain closed on **Friday, September 23, 2022 to Thursday, September 28, 2022 (Both days Inclusive)** for the purpose of Annual General Meeting.

CUT OFF DATE:

12. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on **Thursday, September 22, 2022** ("the cut-off date") only shall be entitled to vote through Remote E-voting and at the AGM. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut Off date.

DECLARATION OF VOTING RESULT:

13. The Board of Directors has appointed M/s. Anisha Jhunjunwala & Associates, Practicing Company Secretaries, as a Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.
14. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the

votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

15. The result declared along with the Scrutinizer's Report shall be placed on the Company's website at www.fdsindia.co.in. The Company shall simultaneously forward the results to National Stock Exchange of India Limited, where the shares of the Company are listed.

OTHER USEFUL INFORMATION:

16. Members are requested to read the 'Shareholder Information' section of the Annual Report for useful information.
17. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their DPs, and those holding shares in physical form are requested to submit their PAN to the Company's Registrar and Transfer Agent.
18. In terms of the amendments to the Listing Regulations, with effect from April 1, 2019, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in dematerialised form with the depository, i.e., NSDL and CDSL. Members are, therefore, requested to dematerialize their physical holding for any further transfer. Members can, however, continue to make request for transmission or transposition of securities held in physical form.
19. Members who hold shares in the dematerialised form and desire a change/correction in the bank account details, should intimate the same to their concerned DPs and not to the Company's RTA. Members are also requested to give the MICR Code of their banks to their DPs. The Company/Company's RTA will not entertain any direct request from such members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. The said details will be considered as will be furnished by the DPs to the Company.

SHAREHOLDER INFORMATION

SHAREHOLDER INSTRUCTIONS FOR REMOTE E-VOTING AND E-VOTING DURING AGM

1. The voting period begins on **26th Sept 2022 at 09:00 A.M.** and ends on **28th Sept 2022 at 05:00 P.M.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **22nd Sep 2022** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. 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.

Pursuant to abovesaid SEBI Circular, 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 CDSL	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi/ Easiest facility, can login through 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 https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.2) After successful login the Easi / Easiest user will be able to see the e-Voting 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 e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & 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,

	<p>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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration</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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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 NSDL</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on 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 & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ 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-</p>

	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 & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository 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 & voting during the meeting.

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 helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

4. Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.
 - a) The shareholders should log on to the e-voting website www.evotingindia.com.
 - b) Click on “Shareholders” module.
 - c) Now enter your User ID
 - i. For CDSL: 16 digits beneficiary ID,
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID

- iii. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- d) Next enter the Image Verification as displayed and Click on Login.
- e) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- f) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
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"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
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"> 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).

5. After entering these details appropriately, click on "SUBMIT" tab.
6. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
7. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
8. Click on the EVSN for the relevant FOURTH DIMENSION SOLUTIONS LIMITED on which you choose to vote.

9. 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.
10. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
11. 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.
12. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
13. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
14. 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.
15. **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to 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.
 - 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 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; secretarial@fdsindia.co.in (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend 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.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. 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 atleast **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@fdsindia.co.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@fdsindia.co.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. 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.

10. 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.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. 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.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. 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.

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 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 or call on 022-23058542/43.

**By Order of the Board
For Fourth Dimension Solutions Limited**

**Ashish Thakur
Company Secretary**

**Date: September 5, 2022
Place: New-Delhi**

Registered Office:
Office No. 710, Naurang House,
Kasturba Gandhi (KG) Road,
Connaught Place, New Delhi-110001
CIN: L74110DL2011PLC221111
Email: contactus@fdsindia.co.in
Website: www.fdsindia.co.in
Contact No.: 011-41562293

Details of directors seeking appointment/ re-appointment as required Under regulation 36 of the listing regulations & secretarial standard-2 on general meetings.

Brief profile including qualification, experience and expertise of Mr. Dhaval Mistry (DIN: 03411290)

Mr. Dhaval Mistry, aged 35 years is well qualified Chartered Accountant having more than a decade experience in the field of in Income Tax Matters, Corporate Law Matters, Internal audits, Statutory audits, Tax audits of small firms, Companies, Corporate, Statutory and Concurrent Audits of Nationalized Banks; GST Matters besides rendering management consultancy and Project financing professional services of high standards to meet the financial needs of working. Other details are of Mr. Mistry is mentioned below.

Directors Identification Number	03411290
Age/Date of Birth	35 Years/22 nd March 1987
Qualification	Chartered Accountant, M.Com, DISA (ICAI), Cert in Concurrent Audit, IP
Nature of Appointment / re-appointment	Re-appointment (pursuant to retirement by rotation)
Terms and condition of appointment	His office shall be liable to retire by rotation
Experience	More than 10 years
Nature of his expertise in specific functional areas	Internal Audit, Statutory audit, Financial Management
Remuneration sought to be paid and last drawn	Nil
Date of Appointment in the Company	25 th Sep 2020
Number of shares held in the company as on 31 st March 2022	Nil
Number of meeting of the board attended during the year	11
Directorship of other Listed companies as on the date of Notice	None
Chairmanships/Membership of committees in other Listed Companies	None
Audit committee	None
Stakeholder Relationship Committee	None
Listed Companies from which the person has resigned in the past 3 years	None

DIRECTOR'S REPORT

Dear Members,

Yours Directors have pleasure in presenting 10th Annual report along with the Audited Financial Statements & Board's Report of the Company for the year ended March 31, 2022.

Financial Results

The summarized financial performance highlight is presented in the table below:

(Amount in Rs.)

Particulars	Financial year	
	FY 2021-22	FY 2020-21
Total Revenue	1,78,43,394	26,49,06,493
Total Expense	1,73,08,924	26,44,10,137
Profit / (Loss) before Exceptional and Prior period items & tax	5,34,470	4,96,356
Exceptional & Prior Period Items	-	-
Tax expense:		
(1) Current Tax	1,38,962	1,29,052
(2) Previous Year Tax	(39,23,37,719)	
Profit/(Loss) for the period	39,27,33,227	3,67,303
Profit for the carried to Reserves	39,27,33,227	3,67,303

Performance Review

Your company achieved a total revenue of Rs. 178.43 lakhs during the year under review as against Rs. 2649.06 lakhs in the previous financial year. Profit/ (Loss) after Tax for the year stood at Rs. 3927.33 lakhs as against 3.67 lakhs for the previous year.

Dividend

Due to inadequate profit, your directors express their inability to recommend a dividend on Equity Shares of the Company for the year under review.

Transfer of unclaimed dividend to investor education and protection fund

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend transferred to the unpaid dividend account. Further, no dividend remains unpaid or unclaimed for the period of 7 years.

Transfer to Reserves

The Company made transfer of Rs. 84.99 crores transferred to capital reserve, Rs. 1.74 crores transferred to Capital Redemption Reserve.

Share Capital

The paid up equity capital as on 31 March, 2022 was Rs. 16,28,61,590 divided into 1,62,86,159 Equity shares of Rs. 10 each. During the financial year, The Company had issued 86,72,558/- 0.001% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 100 each amounting to Rs. 86,72,55,800 to Operational Creditors pursuant to the approved Resolution Plan and redeemed at a price of Rs. 2/- per shares amounting to Rs. 1,73,45,116. Further the company had also issued 1,74,000/- 0.001% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 100 each amounting to Rs. 1,74,00,000 and redeemed the same at par.

Annual Return

As per Section 92(3) read with 134(3)(a) of the Companies Act, 2013, the Annual return as on March 31, 2022 is available on the Company's website link i.e <http://fdsindia.co.in/annualreturn>.

Number of Board Meetings

During the financial year, 11 (Eleven) Board Meetings held, the dates of Board meetings are mentioned below.

Sr. No.	Date of Board Meeting	Number of Person attended the meeting
1	24 th May 2021	3 (Three)
2	5 th June 2021	4 (Four)
3	8 th June 2021	4 (Four)
4	30 th June 2021	6 (Six)
5	31 st August 2021	5 (Five)
6	24 th Sep 2021	5 (Five)
7	14 th Nov 2021	5 (Five)
8	22 nd Nov 2021	5 (Five)
9	31 st Dec 2021	4 (Four)
10	12 th Feb 2022	5 (Five)
11	17 th Feb 2022	4 (Four)

Shareholders Meeting

During the Financial year, other than the Annual General Meeting (“AGM”) 1 (One) Extra-Ordinary General Meeting (“EGM”) was held on 22nd June 2021 to alter the main object of the Company.

Audit Committee

During the financial year, 4 (Four) Audit committee meetings were held on 30th June 2021, 27th Oct 2021, 14th Nov 2021 and 16th Feb 2022.

Nomination & Remuneration Committee

During the financial year, 2 (Two) Nomination & Remuneration committee meetings were held on 31st Aug 2021 and 16th Feb 2022.

Stakeholder Relationship Committee

During the financial year, 4 (Four) Stakeholder Relationship Committee meetings were held on 30th June 2021, 31st Aug 2021, 27th Oct 2021 and 16th Feb 2022.

Meeting of Independent Directors

During the year under review, the Independent Directors met on 16th Feb 2022, inter alia, to discuss and:

- a. review the performance of Non-Independent Directors and the Board as a whole;
- b. review the performance of the Chairperson of the Company and taking into account the views of executive directors and non- executive director;
- c. Assess the quality, quantity and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

All the Independent Directors were present at the meeting.

Declaration by the Independent Directors

The Independent Directors of the Company have given a declaration confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 (“the Act”) and the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015

Directors Responsibility Statement

As required by Section 134(3)(c) of the Companies Act, 2013, your Directors state that:

- a. In the preparation of the annual accounts for the financial year ended March 31, 2022, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- b. The Directors had 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 of the Company for that period;
- c. The Directors had 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;
- d. The Directors had prepared the annual accounts on a going concern basis;
- e. 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
- f. 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.

Loans, Guarantees and Investment

During the year under review, Company has not granted any loan, given guarantee or Investment as stipulated under the Companies Act, 2013

Particulars of Contracts or arrangements with related parties

There were no material contracts or arrangements with related parties during the year under review as referred in sub-section (1) of section 188 of the Companies Act, 2013 and hence disclosure in Form AOC-2 is not attached.

Material changes and commitments affecting the financial position of the Company

There have been no material changes and commitments affecting the financial position of your Company which have occurred between the end of the financial year of the Company to which the financial statements relate and date of this Report.

Particulars regarding conservation of energy, technology absorption and foreign exchange earnings and Outgo

As per Rule 8(3) of Companies (Accounts) Rules, 2014, the disclosure required under this rule are as follows:

A. Conservation of Energy

The Company is engaged in business of sale and services of IT and IT Related products, providing e-governance services and such operations do not require substantial Electricity, Gas & Steam, Power, Water or any other kind of energy consumption. However, the Company is taking all possible measures to conserve the energy.

- (a) The steps taken or impact on conservation of energy; N.A.
- (b) The steps taken by the Company for utilizing alternate sources of energy; N.A.
- (c) The capital investment on energy conservation equipment's; N.A.

B. Technology Absorption and Research & Development

The Company has not incurred any expenditure on Research & Development. Your Company has not imported technology reckoned from the beginning of the financial year.

- (a) The efforts made towards technology absorption; N.A.
- (b) The benefits derived like product improvement, cost reduction, product development or import substitution; N.A.
- (c) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) - N.A.
 - i. The details of technology imported; N.A.
 - ii. The year of import; N.A.
 - iii. Whether the technology been fully absorbed; N.A.
 - iv. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and N.A.
- (d) The expenditure incurred on Research and Development. N.A.

C. Foreign Exchange Earnings and Outgo

During the year financial year, there was no foreign exchange earnings and outgo.

Risk Management Policy

The company has established Risk Management process to manage various risks. The details of various risks that are being faced by the Company are provided in Management Discussion and Analysis Report, which forms part of this Report.

Corporate Social Responsibility (CSR)

During the year under review, the provisions of section 135 of the Company Act, 2013 are not applicable as the company.

Vigil Mechanism

The Company has a vigil mechanism for Directors and Employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the company's Code of Conduct. The mechanism provides for adequate safeguards against victimization of Directors and employees who avail the mechanism. In exceptional cases, Directors and employees have direct access to the Chairman of the

Audit Committee. However, the Company being listed on SME Exchange - "NSE Emerge" is exempt under Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Annual evaluation and performance of the Board

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance based on the criteria and framework adopted by the Board.

Subsidiaries, Joint Ventures and Associate Companies

Company is not having any Subsidiary, Joint Ventures or Associate Company, further during the financial no company ceased to be a subsidiary, Joint Venture or Associate Company.

Public Deposits

During the financial year, the Company has not accepted/ renewed any public deposits within the meaning of Sections 73 to 76A of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

During the financial year no such material order passed by any court or any other Authority.

Adequacy of internal financial controls with reference to financial statements

The Company has in place adequate internal financial controls commensurate with the size, scale and complexity of operations. The details relating to internal financial controls and their adequacy are included in the Management Discussion and Analysis Report, which forms part of this Report.

Directors and Key Managerial Personnel

The name of the directors and Key managerial personnel at the end of financial year are mentioned below

Name of the Director	Designation
Rajesh Thakur	Managing Director
Veena Pani Chaudhary	Executive Director & CFO
Dhaval Mistry	Non-Executive Director
Neelu Choudhary	Women Non-Executive Director

Rajesh Ramnani	Independent Director
Prawincharan Dwary	Independent Director
Ashish Thakur	Company Secretary

During the financial year, there was no change in the directors and key managerial personnel. In accordance with the provisions of the Companies Act, 2013, Mr. Dhaval Mistry is liable to retire from office by rotation, and being eligible, have offered themselves for re-appointment at the ensuing AGM of the Company.

Board Committees

Your Company has in place the Committee(s) as mandated under the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are currently 3 (Three) committees of the Board, namely:

1. Audit Committee
2. Nomination & Remuneration Committee
3. Stakeholders' Relationship Committee

Auditors and their Reports

Members of the Company has appointed M/s. Prakash Tekwani & Associates (0120253W), Chartered Accountants, Ahmedabad as statutory Auditors of the Company for the period of five financial years from the conclusion of the AGM of F.Y 2019-20 till the conclusion of the AGM to be held in the calendar year 2025. As per amendment ratification of appointment by members is no more required at every Annual General Meeting and hence accordingly notice of the Annual General Meeting does not contain the same.

The report of the Statutory Auditor forms part of the Annual Report. The Auditor's report does not contain any qualifications, reservation or adverse remarks and are self-explanatory and thus does not require any further clarifications/comments.

Reporting of Frauds

There is no instance of frauds during the year under review, which required the Statutory Auditors to report under Section 143(12) of Act and Rules framed thereunder.

Internal Auditor

The Company has appointed M/s. Nanda Choudhary & Co., Chartered Accountants as Internal Auditor of the Company for the F.Y 21-22.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the

Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors in their meeting held on 30th May 2022 have appointed M/s. Anisha Jhunjhunwala & Associates, Company Secretaries in Practice as Secretarial Auditor to conduct Secretarial Audit of the Company for the Financial Year 2021-2022. The Secretarial Auditors Report issued by M/s. Anisha Jhunjhunwala & Associates, Company Secretary in Practice in Form MR-3 is annexed to this Board's Report (**Annexure-A**). The explanations to the observations made by the secretarial auditor in his report for the year under review are as follows:

Remarks 1. The Company has not maintained the Minimum Public Shareholding.

Reply: The capital reduction of the public shareholders was carried out, pursuant to the approved resolution plan and thereafter company approached the stock exchange for in-principle approval, however the stock exchange has informed that due to issue of lot size they are unable to provide the listing approval and informed the company to file application for migration and bonus issue. The Company will follow the Minimum Public Shareholding rules after the listing of the shares.

Remarks 2. The company has not implemented the approved resolution plan within the stipulated time.

Reply: The implementation of Resolution Plan is pending due to Pending Bonus issue and we have also filed the extension application for implementation before the National Company Law Appellate Tribunal (NCLAT).

Cost Auditor

During the financial year, Maintenance of cost records as specified by the Central Government under Section 148 of the Companies Act 2013 was not applicable to the Company.

Corporate Governance

In compliance with provisions of corporate governance under applicable provisions of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, Your Company being listed on SME Exchange - "NSE Emerge" is exempt with the provisions of corporate governance as per Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, the requirement for obtaining Secretarial Audit Report pursuant to Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 was not applicable to your Company.

Management discussion and analysis report

The Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is provided is being annexed at **Annexure B** to this Report.

Particulars of Employees

Information required pursuant to Section 197(12) of the Companies Act, 2013 (“the Act”) read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure C** to this Report.

Employees Stock Option Scheme

During the year financial year, the Company has not issued stock options to the employees of the Company as required to be disclosed under rule 12 (9) of Companies (Share Capital and Debentures) Rules, 2014.

Corporate Insolvency Resolution Process (“CIRP”)

The Company was admitted under Corporate Insolvency Resolution Process by the virtue of the order of the Hon’ble NCLT, New Delhi Bench dated 25th July 2019 and the Resolution Plan submitted by the Resolution Applicant Linkstar Infosys Private Limited Jointly with Mr. Dhaval Mistry was approved on 25th Sept 2020. The resolution plan is implemented except the bonus issue to the shareholders in the ratio of 1: 1.

Disclosure under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The aim of the policy is to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. All employees (permanent, contractual, temporary, trainees) are covered under the said policy. No complaint was pending at the beginning of the year and none was received during the year.

Disclosure on Compliance of Applicable Secretarial Standards

The Company has complied with the applicable Secretarial Standards as prescribed by the Institute of Company Secretaries of India and notified by the Central Government from time to time.

Acknowledgments

Your Directors place on record their gratitude to the Central Government, State Governments, Adjudicating Authority, Courts and Company's Bankers for the assistance, co-operation and encouragement they extended to the Company. Your Directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of investors, vendors, dealers, business associates and employees

For and on behalf of the Board of Directors

Rajesh Thakur
Managing Director
DIN: 08378490

Dhaval Mistry
Non-Executive Director
DIN: 03411290

Date: September 5, 2022
Place: New-Delhi

FORM NO. MR-3
Secretarial Audit Report

FOR THE FINANCIAL YEAR ENDED 31st March, 2022
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Fourth Dimension Solutions Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Fourth Dimension Solutions Limited**. (Hereinafter called “the company”) for the audit period covering the financial year ended on 31st March, 2022. 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 company’s books, papers, minutes book, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized 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 31stMarch, 2022 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:

1. We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the company, for the financial year ended on 31st March, 2022, according to the provisions of:
 - (i) The Companies Act, 2013 (the Act) and the rules made there under and the Companies Act, 1956, to the extent it is applicable.
 - (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
 - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (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;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) 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;
 - (e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015

We have also examined compliance of the following to the extent applicable:

- (i) Secretarial Standards with regard to meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India; under the provisions of Companies Act, 2013;
- (ii) The Listing agreements entered into by the company with stock exchanges read with securities and exchange board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015

On the basis of my examination and representation made by the Company, we report that during the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines etc. mentioned above and there are no material non-compliances that have come to our knowledge except noncompliance in respect of:

- (1) The Company has not maintained the Minimum Public Shareholding as per SEBI guidelines.

- (2) The company has not implemented the approved resolution plan within the stipulated time.

We further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by auditor/other designated professionals.

During the audit period the Company has no specific events like Public/Right/Preferential issue of shares/debentures/sweat equity/ ESOP except the issue of 86,72,558/- 0.001% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 100 each amounting to Rs. 86,72,55,800 to Operational Creditors on 30-06-2021 and redeem at a price of Rs. 2/- per shares on 24-09-2021. Further the company had also issued 1,74,000/- 0.001% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 100 each amounting to Rs. 1,74,00,000/- on 31-12-2021 and redeemed at par on 17-02-2022.

We further report that The Board of the company is duly constituted with proper balances of executives, Non-Executives Directors and independent Directors, the existing Board was appointed by the virtue of the approved resolution plan.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent, generally with proper length 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.

Decisions at the meetings of the Board of Directors of the Company were carried through on the basis of majority. There were no dissenting views by any member of the Board of Directors during the period under review.

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.

We further report that during the audit period there were no specific events/ actions having a major bearing on the company's affairs.

We further report that

- (a) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- (b) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- (c) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- (d) Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- (e) The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- (f) The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Anisha Jhunhunwala & Associates
Company Secretaries**

**Anisha Jhunhunwala
Proprietor
CP No. 20967**

UDIN: A051318D000913982

**Date: September 5, 2022
Place: Ahmedabad**

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis have been included in accordance with the Code of Corporate Governance as approved by The Securities and Exchange Board of India (SEBI). Investors are cautioned that these discussions contain certain forward looking statements that involve risk and uncertainties including those risks which are inherent in the Company's growth and strategy. The company undertakes no obligation to publicly update or revise any of the opinions or forward looking statements expressed in this report consequent to new information or developments, events or otherwise.

The management of the Company is presenting herein the overview, opportunities and threats, initiatives by the Company and overall strategy of the Company and its outlook for the future. This outlook is based on management's own assessment and it may vary due to future economic and other future developments in the country.

The operational performance and future outlook of the business has been presented by the management based on current resources and future development of the Company.

Overview about FDSL:

Fourth Dimension Solutions founded in 2011, is an India-based information technology (IT) and cable infrastructure Company which provides end-to-end IT / ITEs and telecom solutions combined with technical support and operations outsourcing. The Company partners with government and public sector institutions to provide sustainable IT strategies at competitive costs. It operates in three core verticals - Technology Solutions, IT Infrastructure Services, and Operations Outsourcing.

Industry structure and developments

India is the leading sourcing destination across the world, accounting for approximately 55% market share of the US\$ 200-250 billion global services sourcing business in 2019-20.

According to National Association of Software and Service Companies (Nasscom), the Indian IT industry's revenue touched US\$ 227 billion in FY22, a 15.5% YoY growth. According to Gartner estimates, IT spending in India is expected to increase to US\$ 101.8 billion in 2022 from an estimated US\$ 81.89 billion in 2021. Indian software product industry is expected to reach US\$ 100 billion by 2025. Indian companies are focusing to invest internationally to expand their global footprint and enhance their global delivery centres.

The data annotation market in India stood at US\$ 250 million in FY20, of which the US market contributed 60% to the overall value. The market is expected to reach US\$ 7

billion by 2030 due to accelerated domestic demand for AI. Exports from the Indian IT industry stood at US\$ 149 billion in FY21. Export of IT services has been the major contributor, accounting for more than 51% of total IT export (including hardware). BPM and Engineering and R&D (ER&D) and software products export accounted for 20.78% each to total IT exports during FY21. ER&D market is expected to grow to US\$ 42 billion by 2022. The IT industry added 4.45 lakh new employees in FY22, bringing the total employment in the sector to 50 lakh employees.

Opportunities and Threats

Major opportunities of the Company are as follows

- Wide experience in executing various government IT contracts
- Track record of successful execution of projects
- Increase in IT-Automation and digitalisation in government sector
- Financial Technologies sector

Major Threats/Challenges to the Company are as follows

- Manpower Retention
- Competiton
- Cybersecurity

Segment-wise or product-wise performance

The Company has identified its activities as single segment containing more than 50% of the total income. Hence, the Company's performance is to be viewed as a single segment company operating in IT services & IT products.

Outlook, Risk and concerns

The management of the company have decided to venture into payment gateway system, which is new avenue for the financial technologies companies. Government is encouraging the digital payment, which may benefit the company. The company is also focusing on the existing business.

Risk and concerns are

- Change in government regulations may adversaly affect our business operations
- Our company's operate in service industry and its success largely depends on the skilled professionals and retaining these professionals.
- Disruptions of economic activity due to natural calamity, war etc. which are beyond the control of the company.
- Security breach in our computer system may impact our business.

Internal control systems and their adequacy

The internal control system includes documented policies, checks and balances, guidelines and procedures that are supplemented by robust internal audit processes and monitored continuously by periodical reviews by the management to provide reasonable assurance that all assets are safeguarded, transactions are authorized, recorded and reported properly. Post-approval of resolution plan, the Board has been reconstituted and the Management is has further strengthen the internal controls framework with an objective to have a more effective and robust internal control framework commensurate with the size and nature of business.

The Company is well equipped with adequate internal financial controls. The company's Audit Committee has devised a proper system to ensure that the financial and other.

Discussion on Financial performance with respect to operational performance

Performance of the company are as follows

Particulars	FY 2021-22 (Amount in Rs.)	FY 2020-21 (Amount in Rs.)
Revenue from operations	1,53,05,801	23,91,34,299
Other income	25,37,593	2,57,72,194
Total revenue	1,78,43,394	26,49,06,493
Finance cost	4,60,863	20,525
Depreciation and Amortization Expense	38,89,400	44,96,627
Total Expense	1,73,08,924	26,44,10,137

Material developments in Human Resources/Industrial Relations front including number of people employed

Human Resources (HR) are an integral and important part of any organisation. The Company has put in place sound policies for the growth and progress of its employees. Individual performance management systems are being implemented to encourage merit and innovative thinking. Roles and responsibilities are clearly defined at all levels. It has a well-drawn recruitment policy and a performance-based compensation policy to enable the employees to develop a sense of ownership with the organisation. Company recognises the importance of providing training and development opportunities to its people to enhance their skills and experience, which in turn enables the Company to achieve its business objectives.

Key Financial Ratio

Particulars	FY 2021-22	FY 2020-21
Debtors Turnover	0.004	0.10
Inventory Turnover	-	373.08
Interest Coverage Ratio	10.06	244.26
Current Ratio	0.07	0.20
Debt Equity Ratio	0	0.06
Operating Profit Margin (%)	3.49%	0.20%
Net Profit Margin (%)	2.22%	0.14%

Cautionary statement:

Certain statements in the 'Management Discussion and Analysis' section may be forward-looking and are stated as required by applicable laws and regulations. Many factors may affect the actual results, which would be different from what the Directors envisage in terms of the future performance and outlook. Investors are cautioned that this discussion contains forward looking statement that involve risks and uncertainties including, but not limited to, risks inherent in the Company's growth strategy, dependence on certain businesses, dependence on availability of qualified and trained manpower and other factors discussed. The discussion and analysis should be read in conjunction with the Company's financial statements and notes on accounts.

General body meetings:

The details pertaining to last three Annual General Meetings of the Company are provided below.

Financial Year	Date	Time	Venue	Particulars of Special Resolution(s)
2020-21	29-09-2021	03:00 P.M.	Through VC/OAVM	1) Reclassification of Authorised Share Capital and Consequent Alteration of MOA. 2) Issue of 1,74,00/- 0.001% Preference Shares
2019-20	30-12-2020	11:30 A.M.	Through VC/OAVM	Issue of 86,72,558/- 0.001% Preference Shares to operational creditors as per resolution plan.
2017-18	28-09-2018	09:30 A.M.	26/1, Shivaji Marg, Moti Nagar, New Delhi – 110	-

PARTICULARS OF EMPLOYEE

STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

1. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year: *Not Applicable as no remuneration is paid to any director of the company*
2. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year: *Not applicable as no remuneration is paid to any Director, Chief Financial officer or Manager of the company and there is no percentage increase in remuneration of Company secretary in comparison to last year.*
3. The percentage increase in the median remuneration of employees in the financial year: *Not applicable*
4. The number of permanent employees on the rolls of the Company: *The number of permanent employees on the rolls of the Company as on March 31, 2021: 4*
5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: *Not applicable*
6. Affirmation: *It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees*
7. List of top 10 salaried employees for the financial year ended 31st March 2021: *The information required under Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this Annual Report. Having regard to the provisions of Section 136 of the Companies Act, 2013, the Reports and Accounts are being sent to the Members excluding such information. However, if any members is in obtaining such information may obtain it by writing to the Company Secretary at: secretarial.fdsl@gmail.com*

Note: There are no other employees who draw remuneration in excess of the limits prescribed in Rule 5(2) (i), (ii) & (iii) of the Companies (Appointment and Remuneration) Rules, 2014

CEO /CFO Certificate
[Under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015]

To,
The Board of Directors
Fourth Dimension Solutions Limited

We hereby certify that:

- a) We have reviewed the financial statements and cash flow statements of the Company for the year ended March 31, 2022 and
 - 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 no transactions entered into by the Company during the year ended March 31, 2022, 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 we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have disclosed to the Auditors and the Audit Committee, deficiencies in the design and operations of such internal controls, if any, of which we are aware and steps that have been taken to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee, wherever applicable:
 - i) Significant changes in the internal control over financial reporting during the year;
 - ii) Significant changes in the accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
 - iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Rajesh Thakur
Managing Director
DIN: 08378490

Veenapani Chaudhary
Director & CFO
DIN: 02384169

Date: September 5, 2022
Place: New-Delhi

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 of
Fourth Dimension Solutions Limited**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Fourth Dimension Solutions Limited, produced before us 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 our opinion and to the best of our information and according to the verifications [including Directors Identification Number (DIN) status at the portal www.mca.gov.in as considered necessary. We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2022, None of the Directors 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	Rajesh Thakur	08378490	25-09-2020
2	Veenapani Chaudhary	02384169	25-09-2020
3	Dhaval Mistry	03411290	25-09-2020
4	Neelu Choudhary	08205088	25-09-2020
5	Prawincharan Dwary	00091101	25-09-2020
6	Rajesh Ramnani	00533679	05-12-2020

Ensuring the eligibility 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.

**For Anisha Jhunjunwala & Associates
Company Secretaries**

**Anisha Jhunjunwala
Proprietor
COP: 20967
UDIN: A051318D000914004**

**Date: Sept 5, 2022
Place: Ahmedabad**

ANNUAL REPORT FY 2021-22

INDEPENDENT AUDITOR'S REPORT

To the Members of Fourth Dimension Solutions Limited

Report on the Audit of the Financial Statements

Opinion:

We have audited the accompanying financial statements of Fourth Dimension Solutions Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity, the Statement of Cash Flows for the year then ended, and notes to the Financial Statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity 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 other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its loss and total comprehensive income, the changes in equity and its cash flows for the year ended on that date

Basis for Opinion:

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the 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 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 audit opinion on the financial statements.

Emphasis of Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, for the year ended March 31, 2022 and in

forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

1. As per the NCLT order, the Resolution Applicant (“RA”) shall implement the approved resolution within 1 year from the date of approval, the company has informed that the resolution plan is yet to be implemented due to pending bonus issue & relisting of shares on the stock exchange and company has filed the application for extension of implementation of resolution plan by 1 year before the National Company Law Appellate Tribunal (“NCLAT”).
2. Further as informed by the company that Minosha India Limited has challenged the approved resolution plan of the Fourth Dimension Solutions Limited before the Appellate Adjudicating Authority and further they have filed the appeal against rejection of their claim during the CIRP process and both the matter are pending before the Appellate Adjudicating Authority.

Central Board of Trustee EPF has filed the appeal against the NCLT resolution plan approval order dated 25th Sep 2020 before the Appellate Adjudicating Authority and the matter is pending.

3. During the year, the company has written off the balance of deferred tax asset for Rs. 96,39,749/- pursuant to approval of approved resolution plan.
4. As per the terms of approval of resolution plan, company has written off balances of Income tax provision and other provisions which were not required to be paid.

Information Other than the Financial Statements and Auditor’s Report Thereon

The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board’s Report including Annexures to Board’s Report and Shareholder’s Information, but does not include the financial statements and our auditor’s report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our 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.

Management's Responsibility for the Financial Statement

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these 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 Ind AS specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended with other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the 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 Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

1. Identify and assess the risks of material misstatement of the 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.
2. Obtain an understanding of internal financial 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 system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
4. 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 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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 financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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 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 Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid 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 March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in

“Annexure A”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.

- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor deduction and Protection Fund by the Company.

iv.

a. The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, 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 to or in any other person(s) or entity(ies), including foreign entities (“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, other than as disclosed in the notes to the accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“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 such 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 in (a) and (b) above, contain any material misstatement.
 - v. Since the Company has not declared or paid any dividend during the year, the question of commenting on whether dividend declared or paid is in accordance with Section 123 of the Companies Act, 2013 does not arise.
2. As required by the Companies (Auditor’s Report) Order, 2020 (“the Order”), issued by the Central Government of India in terms of Section 143(11) of the Act, we enclose in the “Annexure B”, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For, M/s Prakash Tekwani& Associates
Chartered Accountants
Firm Regn. No: 120253W

Prakash U Tekwani
(Proprietor)
M. No.: 108681

UDIN: 22108681AJYCEF6081

Place: Ahmedabad

Date: May 30, 2022

FOURTH DIMENSION SOLUTIONS LIMITED.

Annexure A to the Independent Auditors' report on the financial statements of Fourth Dimension Solutions Limited for the period ended 31 March 2022.

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

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

We have audited the internal financial controls over financial reporting of **Fourth Dimension Solutions Limited** (the "Company") as of March 31, 2022 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Management of the Company 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 (the "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 of the Company 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") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 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 Company's internal financial controls system over financial reporting

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 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:

- i) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- ii) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of 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
- iii) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the 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, to the best of our information and according to the explanations given to us, 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, 2022, based on the criteria for internal financial control over financial reporting 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 ICAI.

For, M/s Prakash Tekwani & Associates
Chartered Accountants
Firm Regn. No: 120253W

Prakash U Tekwani
(Proprietor)

M. No.: 108681

UDIN: 22108681AJYCEF6081

Place: Ahmedabad

Date: May 30, 2022

FOURTH DIMENSION SOLUTIONS LIMITED

Annexure B to the Independent Auditor's Report – 31 March 2022

(Referred to in paragraph 2 under the heading of "Report on Other Legal and Regulatory Requirements" of our Independent Auditors' Report of even date to the members of Fourth Dimension Solutions Limited on the financial statements for the year ended March 31, 2022)

Report on the Companies (Auditor's Report) Order, 2020, issued in terms of Section 143(11) of the Companies Act, 2013 ("the Act") of Fourth Dimension Solutions Limited ("the Company"):

- i. In respect of the Company's fixed assets:
 - a. (A) The Company has proper records related to full particulars including quantitative details and situation of Property, Plant and Equipment.
(B) the company is not having any intangible asset. Therefore, the provisions of Clause (i)(a)(B) of paragraph 3 of the order are not applicable to the company.
 - b. The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c. According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
 - d. The company has not revalued its Property, Plant and Equipment during the year. Therefore, the provisions of Clause (i)(d) of paragraph 3 of the order are not applicable to the company.
 - e. No proceedings have been initiated or are pending against the company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Therefore, the provisions of Clause (i)(e) of paragraph 3 of the order are not applicable to the company.

- ii.
 - a. In our opinion, physical verification of inventory has been conducted at reasonable intervals by the management and the coverage and procedure of such verification by the management is appropriate. No material discrepancies were noticed on such verification.
 - b. During any point of time of the year, the company has not been sanctioned any working capital limits, from banks or financial institutions on the basis of security of current assets. Therefore, the provisions of Clause (ii)(b) of paragraph 3 of the order are not applicable to the company.
- iii. In our opinion and according to the information and explanations given by the management, the company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Therefore, the provisions of clause 3(iii) of the said Order are not applicable to the company.
- iv. In our opinion and according to the information and explanations given to us, the company has not made any loans, investments, guarantees and security on which provisions of section 185 and 186 of the Companies Act 2013 are applicable. Therefore, the provisions of clause 3(iv) of the said Order are not applicable to the company.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from public. Therefore, the provisions of Clause (v) of paragraph 3 of the order are not applicable to the Company.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.
- vii. According to the information and explanations given to us, in respect of statutory dues:
 - a. The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities. Further, in accordance with the NCLT order, the statutory liabilities (i.e. Income Tax and Sales /VAT and employees related dues) been settled, extinguished and waived off.

- b. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.
- viii. In our opinion and according to the information and explanations given to us, there is no any transaction not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix.
- a. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of any loan or other borrowings or any interest due thereon to any lender.
 - b. In our opinion and according to the information and explanations given to us, the company has not been a declared wilful defaulter by any bank or financial institution or other lender.
 - c. In our opinion and according to the information and explanations given to us, the loans were applied for the purpose for which the loans were obtained.
 - d. In our opinion and according to the information and explanations given to us, there are no funds raised on short term basis which have been utilised for long term purposes.
 - e. In our opinion and according to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
 - f. In our opinion and according to the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x.
- a. The Company has not raised money by way of initial public offer or further public offer (including debt instruments). Therefore, the provisions of Clause (x)(a) of paragraph 3 of the order are not applicable to the Company.
 - b. In our opinion and according to the information and explanations given to us, the company has made preferential allotment or private placement of shares during the year and the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised.

The company had issued the 86,72,558/- 0.001% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 100 each amounting to Rs. 86,72,55,800 to Operational Creditors on

30th June 2021, pursuant to the approved Resolution Plan and redeemed at a price of Rs. 2/- per shares amounting to Rs. 1,73,45,116 on 24th Sep 2021. Further the company had also issued 1,74,000/- 0.001% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 100 each amounting to Rs. 1,74,00,000 and redeemed the same at par

- xi.
 - a. We have not noticed any case of fraud by the company or any fraud on the Company by its officers or employees during the year. The management has also not reported any case of fraud during the year.
 - b. During the year no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - c. As auditor, we did not receive any whistle- blower complaint during the year.
- xii. The company is not a Nidhi Company. Therefore, the provisions of Clause (xii) of paragraph 3 of the order are not applicable to the Company.
- xiii. As per the information and explanations received to us all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable, and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards. Identification of related parties were made and provided by the management of the company.
- xiv. In our opinion and according to the information and explanation given to us, the company has an internal audit system as required under Section 138 of the Act which is commensurate with the size and nature of its business. We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- xv. The Company has not entered into any non-cash transactions with directors or persons connected with him for the year under review. Therefore, the provisions of Clause (xv) of paragraph 3 of the order are not applicable to the Company.
- xvi.
 - a. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

- b. The company has not conducted any Non-Banking Financial or Housing Finance activities during the year.
 - c. The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
 - d. As per the information and explanations received, the group does not have any CIC as part of the group.
- xvii. The company has not incurred cash loss in current financial year as well in immediately preceding financial year.
- xviii. There has been no resignation of the previous statutory auditors during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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.
- xx. There is not liability of the company under the provisions of section 135 of the Companies Act, relating to Corporate Social Responsibility. Therefore, the provisions of Clause (xx) of paragraph 3 of the order are not applicable to the Company.
- xxi. The company has not made investments in subsidiary company. Therefore, the company does not require to prepare consolidated financial statement. Therefore, the provisions of Clause (xxi) of paragraph 3 of the order are not applicable to the Company.

For, M/s Prakash Tekwani & Associates
Chartered Accountants
Firm Regn. No: 120253W

Prakash U Tekwani
(Proprietor)
M. No.: 108681

UDIN: 22108681AJYCEF6081

Place: Ahmedabad
Date: May 30, 2022

FOURTH DIMENSION SOLUTIONS LIMITED
Regd. Office: Office No. 710, Naurang House, KG Road, Connaught Place, New Delhi-110001
CIN:L74110DL2011PLC221111
Website : www.fdsindia.in, Email : secretarial.fdsl@gmail.com, Tel : 079-26566588

STANDALONE STATEMENT OF ASSETS & LIABILITIES
AS ON 31ST MARCH 2022

Figures in INR

Particulars	Note No.	AS AT MARCH 31st, 2022	AS AT MARCH 31st, 2021
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	1(a)	1,70,03,399	1,98,84,265
(b) Capital Work-in-Progress		-	-
(c) Investment Property		-	-
(d) Goodwill		-	-
(e) Other Intangible Assets		-	-
(f) Biological Assets Other Than Bearer Plants		-	-
(g) Financial Assets			
(i) Investments	1(b)	-	-
(ii) Trade Receivables	1(c)	2,24,69,71,509	2,27,55,56,394
(iii) Loans & Advances	1(d)	1,90,88,035	1,97,53,119
(iv) Others -Bank Deposits	1(e)	2,33,01,356	2,55,87,360
(h) Deferred Tax Assets (Net)	1(f)	-	96,39,749
(i) Other Non-Current Assets	1(g)	-	-
Sub Total - Non current assets		2,30,63,64,298	2,35,04,20,886
(2) Current assets			
(a) Inventories	2(a)	-	-
(b) Financial Assets			
(i) Trade Receivables	2(b)	-	-
(ii) Cash and Cash Equivalents	2(c)	36,11,862	31,31,759
(iii) Bank balances other than (iii) above		-	-
(iv) Loans	2(d)	13,80,960	17,15,79,549
(v) Other -Bank Deposits	2(e)	-	-
(c) Current Tax Assets (Net)		-	-
(d) Other Current Assets	2(f)	22,81,607	46,55,631
Sub Total - Current assets		72,74,429	17,93,66,939
TOTAL ASSETS		2,31,36,38,727	2,52,97,87,825

II. EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share capital	3(a)	16,28,61,590	16,28,61,590
(b) Other Equity	3(b)	2,04,82,16,242	83,05,40,527
Sub Total - Total Equity		2,21,10,77,832	99,34,02,117
(2) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	4(a)	-	2,56,26,898
(ii) Trade Payables	4(b)	-	-
(iii) Other Financial Liabilities (other than those specified in item (b), to be specified)			
(b) Provisions	4(c)	-	61,91,31,373
(c) Deferred Tax Liabilities (Net)		-	-
(d) Other Non-Current Liabilities	4(d)	-	-
Sub Total - Non current liabilities		-	64,47,58,271
(3) Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	5(a)	10,00,000	2,90,25,750
(ii) Trade Payables	5(b)	9,78,66,065	84,43,72,639
(iii) Other Financial Liabilities (other than those specified in item (c))	5(c)	31,14,567	50,82,658
(b) Other Current Liabilities	5(d)	3,12,248	11,57,440
(c) Provisions	5(e)	2,68,015	1,19,88,950
(d) Current Tax Liabilities (Net)	5(f)	-	-
Sub Total - Current liabilities		10,25,60,895	89,16,27,437
TOTAL EQUITY & LIABILITIES		2,31,36,38,727	2,52,97,87,825

NOTES TO ACCOUNTS

Notes referred to above and notes attached there to form an integral part of Statement of Assets & Liabilities As per our Report of even date attached

For Prakash Tekwani & Associates

**Chartered Accountants
Firm Reg. No.: 120253W**

**For and on behalf of Board of
Fourth Dimension Solutions Limited**

**Prakash U. Tekwani
Proprietor
Membership No. : 108681**

**Rajesh Thakur
Managing Director
DIN: 08378490**

**Dhaval Mistry
Director
DIN: 03411290**

**Place: Ahmedabad
Date:-May 30, 2022**

**Veena P Chaudhary
Director & CFO
DIN: 02384169**

**Ashish Thakur
Company Secretary**

FOURTH DIMENSION SOLUTIONS LIMITED

Regd. Office: Office No. 710, Naurang House, KG Road, Connaught Place, New Delhi-110001

CIN:L74110DL2011PLC221111

Website : www.fdsindia.in, Email : secretarial.fdsl@gmail.com, Tel :079-26566588

STANDALONE FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2022

Figures in INR

Sr. No	Particulars	Note No.	01-04-2021 to 31-03-2022	01-04-2020 to 31-03-2021
I	Revenue from operations	6	1,53,05,801	23,91,34,299
II	Other Income	7	25,37,593	2,57,72,194
III	Total Revenue (I +II)		1,78,43,394	26,49,06,493
IV	Expenses:			
	Cost of materials consumed	8	76,56,668	23,96,43,615
	Purchases of Stock-in-Trade		-	-
	Changes in inventories of finished goods	9	-	12,81,942
	Employee Benefit Expense	10	22,28,779	51,08,710
	Financial Costs	11	4,60,863	20,525
	Depreciation and Amortization Expense	12	38,89,400	44,96,627
	Other Administrative Expenses	13	30,73,214	1,38,58,718
	Total Expenses (IV)		1,73,08,924	26,44,10,137
V	Profit / (Loss) before Exceptional and Prior period items & tax (III-IV)		5,34,470	4,96,356
VI	Exceptional & Prior Period Items		-	-
VII	Profit / (Loss) before tax (V-VI)		5,34,470	4,96,356
VIII	Tax expense:			
	(1) Current tax		1,38,962	1,29,052
	(2) Previous Year tax		39,23,37,719	-
	(3) Deferred tax		-	-
IX	Profit for the period from continuing operations (VII-VIII)		39,27,33,227	3,67,303
X	Profit / Loss from discontinued operations		-	-
XI	Tax Expense of discontinued operations		-	-
XII	Profit / Loss from discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(Loss) for the period (IX + XII)		39,27,33,227	3,67,303
XIV	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-

XV	Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit (Loss) and Other Comprehensive Income for the period)		39,27,33,227	3,67,303
	Earnings per equity share (for continuing operation):			
	(1) Basic		24.11	0.02
	(2) Diluted		24.11	0.02
	Earnings per equity share (for discontinued operation):			
	(1) Basic		-	-
	(2) Diluted		-	-
Earnings per equity share (for discontinued & continuing operations)				
(1) Basic		24.11	0.02	
(2) Diluted		24.11	0.02	
<p>NOTES TO ACCOUNTS <i>Notes referred to above and notes attached there to form an integral part of Financial Results As per our Report of even date attached</i> For Prakash Tekwani & Associates Chartered Accountants Firm Reg. No.: 120253W</p>				
<p style="text-align: center;">For and on behalf of Board of Fourth Dimension Solutions Limited</p>				
<p>Prakash U. Tekwani Proprietor Membership No. : 108681</p>		<p>Rajesh Thakur Managing Director DIN: 08378490</p>		<p>Dhaval Mistry Director DIN: 03411290</p>
<p>Place: Ahmedabad Date:- May 30, 2022</p>		<p>Veena P Chaudhary Director & CFO DIN: 02384169</p>		<p>Ashish Thakur Company Secretary</p>

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED ON MARCH 31, 2022

Figures in INR

	Particulars	AS AT MARCH 31st, 2022	AS AT MARCH 31st, 2021
A.	<u>CASH FLOW FROM OPERATING ACTIVITIES:-</u>		
	Net profit/(loss) before extra ordinary items & taxes	5,34,470	4,96,356
	<u>Adjustment for:</u>		
	Depreciation	38,89,400	44,96,627
	Exceptional & Prior Period Items	-	-
	Operating Profit before working capital changes	44,23,870	49,92,982
	<u>Adjustment for:</u>		
	<u>Non-Current Assets:-</u>		
	Trade Receivables	-	16,73,71,158
	Loans & Advances	-	85,34,278
	Other Bank Deposits	-	-
	Other Currents Assets	-	-
	<u>Current Assets:-</u>		
	Inventories	-	12,81,942
	Trade Receivables	2,85,84,885	-
	Loans & Advances	-	-
	Other Bank Deposits	-	-
	Other Currents Assets	(3,83,824)	4,35,09,698
	<u>Non-Current Liabilities:-</u>		
	Trade Payable	-	-
	Provisions	-	-
	Other Liabilities	-	-
	<u>Current Liabilities:-</u>		
	Trade Payable	(1,76,59,715)	(16,91,40,000)
	Provisions	1,38,962	1,29,052
	Other Liabilities	(6,96,424)	11,57,440
	Other Financial Liabilities	-	-
	Current Tax Liabilities	-	-
	Cash generated from Operations	1,44,07,755	5,78,36,552
	Income Tax Paid	-	-
	Net cash from Operating Activities (A)	1,44,07,755	5,78,36,552
B.	<u>CASH FLOW FROM INVESTING ACTIVITIES:</u>		
	Sales/Purchase of Property , Plant & Equipment	-	-
	Sale of Property, Plant & Equipment	-	-
	Work In Progress	-	-
	Investment in Subsidiary Co.	-	-
	Net Cash Flow from Investing Activities (B)	-	-
C.	<u>CASH FLOW FROM FINANCING ACTIVITIES:</u>		
	(i) Increase in Equity Share Capital including Share Premium	-	(11,57,442)
	(ii) Decrease in Other Equity	-	(8,58,23,009)
	(iii) Increase/(decrease) in Non-Current Borrowing	(1,39,27,648)	2,90,25,750
	(iv) Increase/(Decrease) in Current Borrowing	-	-
	Net Cash Flow from Financing Activities (C)	(1,39,27,648)	(5,79,54,701)
	Net Increase in cash and cash equivalents (A) + (B) + (C)	4,80,107	(1,18,152)
	Cash and cash equivalents - Opening	31,31,755	32,49,908
	Cash and cash equivalents - Closing	36,11,862	31,31,755

For Prakash Tekwani & Associates
 Chartered Accountants
 Firm Reg. No.: 120253W

For and on behalf of Board

Prakash U. Tekwani
 Proprietor
 Membership No. : 108681

Rajesh Thakur Dhaval Mistry
 Managing Director Director
 DIN: 08378490 DIN: 03411290

Place: Ahmedabad
 Date:- May 30, 2022

Veena P Chaudhary Ashish Thakur
 Director & CFO Company Secretary
 DIN: 02384169

Notes forming part of the Standalone Statement of Assets & Liabilities
EQUITY AND LIABILITIES

(3) EQUITY

Note : 3(a) Equity

Figures in INR

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
1	AUTHORIZED CAPITAL 2,05,34,420 Equity Shares of Rs. 10/- each. (Previous Year 2,17,84,000 Equity Shares of Rs. 10/- each.)	20,53,44,200	21,78,40,000
	88,46,558 Preference Shares of Rs. 100/-each Previous Year 87,21, 600 Preference Shares of Rs. 100/- each	88,46,55,800	87,21,60,000
		1,09,00,00,000	1,09,00,00,000
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL 1,62,86,159 Equity Shares of Rs.10/- each fully Paid Up (Previous Year 21,784,000 Equity Shares of Rs. 10/-Each)	16,28,61,590	16,28,61,590
	Total	16,28,61,590	16,28,61,590

(i) Reconciliation of Shares

At the beginning of the reporting period	1,62,86,159	2,17,84,000
Issued during the reporting period	88,46,558	-
Redeemed during the reporting period	-	88,46,558
Reduction (as per Honourable NCLT, New Delhi Bench order)	-	54,97,841
At the close of the reporting period	1,62,86,159	1,62,86,159

During the financial year, Company had allotted preference Shares of Rs. 86,72,55,800/- comprising of 86,72,558 preference shares of Rs. 100 each to operational Creditor on 30/06/2021 as per the approved resolution plan and redeemed on 24/09/2021 at a price of Rs. 2 Per Share. Further company had also allotted preference shares of Rs. 1,74,00,000/- comprising of 1,74,000 preferences of Rs. 100 each on 31/12/2021 and redeemed at par on 17/02/2022.

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	*As at 31st March, 2022		As at 31st March, 2021	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Amalendu Mukherjee	1,59,56,000	98.00	1,59,56,000	98.00

**Data is of 25th March 2022 as year end data is not available due to pending corporate action at that time*

Details of promoters holding shares in the Company				
Name of Promoters	*As at March 31, 2022		As at March 31, 2021	
Equity Shares of Rs. 10 each fully paid	Numbers	% holding in the class	Numbers	% holding in the class
Amalendu Mukherjee	1,59,56,000	98	1,59,56,000	98
Namita Mukherjee	40,000	0	40,000	0
Bibekananda Mukherjee	800	0	800	0

The promoter holding remains the same as the previous year

**Data is of 25th March 2022 as year end data is not available due to pending corporate action at that time*

(iii) For the period of five years immediately preceding the date as at which balance sheet is prepared

a. Shares allotted pursuant to a contract without consideration being received in cash.	-
b. Aggregate number and class of shares allotted as fully paid up by way of bonus shares	10892000 Equity shares of Rs.10/- each in the ratio of 1:1 were allotted as bonus issue in the month of February 2017
c. Shares held by the holding company/ultimate holding company/subsidiaries or associates of the holding company/ultimate holding company, in aggregate	-
d. Aggregate number and class of shares bought back	-
e. Terms of any securities convertible into equity shares issued along with the earliest date of conversion in descending order starting with the farthest such date	See note 3.b.i
f. Calls unpaid (showings aggregate value of calls unpaid by Directors and Officers)	-
g. Forfeited shares (amount originally paid up)	-

(iv) During the previous year, the share capital held by public i.e. Rs. 5,78,72,000 divided into 57,87,200 equity shares of Rs.10/- each has reduced to Rs. 28,93,590 divided into 2,89,359 equity of shares of Rs. 10/ each. After the reduction of share capital ₹54,97,841/- transferred to Capital Reserves, the shareholder entitled to shares is not in the multiple of 1, then the fractional shares shall be paid at the rate of Rs.0.20 per share The public shareholders shall be paid Rs. 0.20/- per share against their holding i.e. Rs. 11.58 Lakh before September 24th, 2021.

Note 3(b) Other Equity

Figures in INR

	Share application money pending allotment	Equity component of compound financial instruments	Reserve and Surplus				Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants	Total
			Capital Reserve	Securities Premium Reserve	Other Reserves (specify Nature) - Capital Redemption Reserve	Retained Earnings								
Balance as on April 1, 2021	-	-	18,38,85,970	-	-	64,66,54,557	-	-	-	-	-	-	-	83,05,40,527
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	39,27,33,227	-	-	-	-	-	-	-	39,27,33,227
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	39,27,33,227	-	-	-	-	-	-	-	39,27,33,227
Reduction in equity share capital/Pref Share Capital	-	-	84,99,10,684	-	1,74,00,000	-	-	-	-	-	-	-	-	86,73,10,684
Cancellation of Share Warrant	-	-	-	-	1,74,00,000	-	-	-	-	-	-	-	-	1,74,00,000
Derecognition of Provisional Expense(GST & CSB) and Other	-	-	-	-	2,49,68,196	-	-	-	-	-	-	-	-	2,49,68,196
Balance as on March 31, 2022	-	-	1,03,37,96,654	-	1,74,00,000	99,70,19,588	-	-	-	-	-	-	-	2,04,82,16,242

Notes forming part of the Standalone Statement of Assets & Liabilities

Note : 3 (b) (i) Money Receivable against Warrants

Figures in INR

Particulars	As at 31 March, 2022		As at 31 March, 2021	
	No. of Convertible Warrants Allotted	Amount	No. of Convertible Warrants Allotted	Amount
Convertible Warrants at the beginning of the year	-	-	66,70,000.00	6,67,00,000.00
Convertible Warrants Issued during the year	-	-	-	-
Less: Convertible Warrants converted into Equity Shares during the year	-	-	-	-
Less: Convertible Warrants Cancelled during the year *	-	-	(66,70,000.00)	(6,67,00,000.00)
Convertible Warrants at the end of the year	-	-	-	-

Money received against Convertible Warrants represents amount received towards Convertible Warrants which entitles the warrant holder, the option to apply for and be allotted equivalent number of equity shares of the face value of Rs. 10 each. The Company on preferential basis has allotted the following Convertible Warrants at issue price of Rs 68 in accordance with the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (SEBI ICDR Regulations 2009)

Name of allottee	No. of Convertible Warrants Allotted	Consideration	Amount received as % of issue price	Date of allotment
Convertible Warrants outstanding at end of year				
1. Aspire Emerging Funds	21,70,000.00	4,23,15,000.00	25%	Jaunary 20, 2018
2. Future Net Software Private Limited	19,00,000.00	3,70,50,000.00	25%	Jaunary 20, 2018
3. Manish Vyas	6,00,000.00	1,17,00,000.00	25%	Jaunary 20, 2018
4. M/s Aegis Investment Fund	20,00,000.00	3,90,00,000.00	25%	Jaunary 20, 2018
Sub Total	66,70,000.00	13,00,65,000.00	3,25,16,250.00	

* All the outstanding share warrants shall stand cancelled and no any shares shall be issued against the warrants. Further it is also mentioned that such warrant holders shall not make any payment towards outstanding conversion amount. Hence, amount available in share warrant account is transferred to Capital Reserves and no any consideration will be given to warrant holders as per the order of NCLT, New Delhi Bench, vide dated 25.09.2020.

FOURTH DIMENSION SOLUTIONS LIMITED

Notes forming part of the Standalone Statement of Assets & Liabilities

(I) ASSETS

(1) NON CURRENT ASSETS

Note : 1(a) Property, Plant & Equipment

Figures in INR

Tangible Assets	Land & Building*	Furniture & Fixtures	Office Equipments	Vehicles	Computers & Peripherals	Plant & Machinery	Total	Intangible Assets	Grand Total
as at 31st March, 2020	-	53,19,881	1,70,30,387	1,14,35,153	3,44,72,501	7,33,29,972	14,15,87,893	-	14,15,87,893
Additions	-	-	-	-	-	-	-	-	-
Disposals (including W/off)	-	-	-	-	-	-	-	-	-
as at 31st March, 2021	-	53,19,881	1,70,30,387	1,14,35,153	3,44,72,501	7,33,29,972	14,15,87,893	-	14,15,87,893
Additions	-	-	-	-	-	-	-	11,77,966	11,77,966
Disposals (including W/off)	-	35,882	-	-	-	1,33,551	1,69,433	-	3,38,865
as at 31st March, 2022	-	52,83,999	1,70,30,387	1,14,35,153	3,44,72,501	7,31,96,422	14,14,18,461	11,77,966	14,25,96,427
Accumulated Depreciation:-									
as at 31st March, 2020	-	48,00,938	1,70,30,387	1,14,35,153	3,43,76,495	4,95,64,028	11,72,07,002	-	11,72,07,002
Charge for the Year	-	1,34,354	-	-	60,637	43,01,636	44,96,627	-	44,96,627
Charged to retained earning	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-
as at 31st March, 2021	-	49,35,292	1,70,30,387	1,14,35,153	3,44,37,132	5,38,65,664	12,17,03,629	-	11,72,07,002
Charge for the Year	-	99,570	-	-	-	35,23,040	36,22,610	2,66,790	38,89,400
Charged to retained earning	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-
as at 31st March, 2022	-	50,34,862	1,70,30,387	1,14,35,153	3,44,37,132	5,73,88,704	12,53,26,238	2,66,790	12,55,93,029
Net Block									
as at 31st March, 2022	-	2,49,137	-	-	35,368	1,58,07,718	1,60,92,223	9,11,176	1,70,03,399
as at 31st March,2021	-	3,84,589	-	-	35,368	1,94,64,308	1,98,84,265	-	1,98,84,265

Notes forming part of the Standalone Statement of Assets & Liabilities

(1) NON CURRENT ASSETS

Note : 1(b) Trade Receivables

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
a)	Secured, Considered Good	-	-
b)	Unsecured, Considered Good	2,24,69,71,509	2,27,55,56,394
c)	Doubtful	-	-
	Total	2,24,69,71,509	2,27,55,56,394

Note : 1(c) Loans and Advances

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
a)	Security Deposit		
	Secured, Considered Good :		
	Earnest Money Deposit	1,79,84,435	1,86,49,519
	Other Deposits	11,03,600	11,03,600
b)	Advance for property	-	-
	Total	1,90,88,035	1,97,53,119

Note : 1(d) Others - Bank Deposits

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
a)	Bank Deposits with more than 12 months maturity	2,33,01,356	2,55,87,360
	Total	2,33,01,356	2,55,87,360

Bank deposits are motgaged by the Banks/FI to make BGs.

Further interest due/accrued reflected in the Form 26AS & based on same Bank deposits has been substantiated.

Note: 1(e) Deferred Tax (Asset) / Liability

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
1	Deferred tax liability:		
	Opening Balance	(96,39,749)	(96,39,749)
a)	On account of depreciation on fixed assets	-	-
	Sub total (1)	(96,39,749)	(96,39,749)
2	Deferred tax asset:		
a)	On account of disallowance/ adjustments under Income Tax Act, 1961	-	-
b)	On account of Provision for Gratuity & Leave Encashment	-	-
c)	On account of depreciation on fixed assets	-	-
3	Balance Written off During the year	96,39,749	
	Sub total (2)	96,39,749	-
	Net Deferred tax (Asset) / Liability (1-2)	-	(96,39,749)

Note: During the year, Company has written off the balance of deferred tax asset for Rs. 96,39,749/-, pursuant to approval of resolution plan

Note : 1(f) Other non-current assets

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
1	Other non-current assets	-	-
	Total	-	-

Notes forming part of the Standalone Statement of Assets & Liabilities

(2) CURRENT ASSETS

Note : 2(a) Inventories

Figures in INR

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
1	Finished Goods	-	-
2	Goods in Transit	-	-
	Total	-	-

Note : 2(b) Cash & Cash Equivalent

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
1	Cash-in-Hand	-	5
2	Bank Balance	36,11,862	31,31,754
3	Cheques in Hand	-	-
	Total	36,11,862	31,31,759

Note : 2(c) Loans

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
1	Advance to Suppliers	13,80,960	17,15,79,549
	Total	13,80,960	17,15,79,549

Note : 2(d) Other Current Assets

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
1	Staff Imprest (Net)	1,06,010	1,68,509
2	Others Advances / Retention Assets / Other Receivable	1,65,000	-
3	Tax with govt authorities	20,10,597	44,87,122
4	Prepaid Expenses	-	-
5	Interest Receivable on FDR	-	-
	Total	22,81,607	46,55,631

Notes forming part of the Standalone Statement of Assets & Liabilities

(4) NON CURRENT LIABILITIES

Note : 4(a) Borrowings

Figures in INR

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
1	Unsecured Loan		
a)	Business Loan	-	-
b)	Loan from Related Parties	-	1,41,00,000
c)	Other Loan	-	1,15,26,898
	Total	-	2,56,26,898

Note : 4(b) Provisions

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
1	Provision for Gratuity	-	-
2	Provision for Leave Encashment	-	-
3	Provision for Income Tax	-	39,23,37,719
4	Provision for Indirect Tax	-	22,67,93,654
	Total	-	61,91,31,373

Notes forming part of the Standalone Statement of Assets & Liabilities

(5) CURRENT LIABILITIES

Note : 5(a) Current Borrowings

Figures in INR

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
a)	Loan from bank (Secured)	-	79,00,750
b)	Loan from other (Secured)	10,00,000	2,11,25,000
c)	Loan from other (Unsecured)	-	-
	Total	10,00,000	2,90,25,750

Note : 5(b) Trade Payables

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
a)	Secured, Considered Good	-	-
b)	Unsecured, Considered Good :	9,78,66,065	84,43,72,639
c)	Doubtful	-	-
	Total	9,78,66,065	84,43,72,639

Note : 5(c) Other Financial Liabilities

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
1	Statutory Dues		
a)	Duties and Taxes	22,418	-
	Sub total (1)	(22,418)	-
2	Other Payables		
a)	Security Payable	27,55,043	-
b)	Expenses Payable	2,91,942	49,82,658
c)	Audit Fee Payable	90,000	1,00,000
d)	Car Loan Instalment payable with in one year	-	-
e)	Current Maturities of Loan From Banks	-	-
d)	Bank Od A/c	-	-
	Sub total (2)	31,36,985	50,82,658
	Total (1) + (2)	31,14,567	50,82,658

Note : 5(d) Other Current Liabilities

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
2	Other Payable	3,12,248	11,57,440
	Total	3,12,248	11,57,440

Note : 5(e) Provisions

Sr. No	Particulars	As at 31st March 2022	As at 31st March 2021
1	Provision for Income Tax	2,68,015	1,29,052
2	Other Provision	-	1,18,59,898
	Total	2,68,015	1,19,88,950

Notes Forming Integral Part of the Standalone Financial Results for the year ended March 31, 2022

Note : 6 Revenue from Operations

Amount in INR

Sr. No	Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
1	Sale of I.T. & Related Products		
	Gross Sales (Including Excise Duty)	1,53,05,801	23,91,34,299
	Less : Sales Returns	-	-
		1,53,05,801	23,91,34,299
2	Sale of Services		
	Total	1,53,05,801	23,91,34,299

Note : 7 Other Income

Sr. No	Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
1	Other non-operating income		
a)	Interest on FDR's & Others	6,39,370	17,01,065
b)	Discount/Misc. Income	18,89,723	3,809
c)	Interest Expense on overdraft waived	-	96,411
d)	Sundry balance written back	-	2,39,70,909
e)	Sale of Scrap	8,500	-
	Total	25,37,593	2,57,72,194

Note : 8 Cost of Material Consumed

Sr. No	Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
1	Purchases		
a)	Purchases of I.T. & related Products (Gross)	52,95,089	23,67,71,550
	Less:-Purchase Returns	-	-
b)	Merchant Import Purchases	-	-
	Sub total (1)	52,95,089	23,67,71,550
2	Direct Expenses		
a)	Service Charge Expenses (Gross)	23,61,579	28,72,065
	Sub total (2)	23,61,579	28,72,065
	Total (1) + (2)	76,56,668	23,96,43,615

Note : 9 Change in Inventories of Finished Goods

Sr. No	Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
1	Opening Stock of Inventory	-	12,81,942
2	Closing Stock of Inventory	-	-
	Total	-	12,81,942

Note : 10 Employment Benefit Expenses

Sr. No	Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
1	Salaries , Bonus & Incentive	20,90,234	49,23,309
2	Director's Remuneration	-	-
3	Contribution to Provident and Other Funds	1,38,545	1,84,021
4	Staff Welfare	-	1,380
	Total	22,28,779	51,08,710

Note :11 Financial Cost

Sr. No	Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
1	Bank and other Charges	7,084	6,496
2	Processing Fee	-	-
3	Interest (Others)	4,53,778	14,029
	Total	4,60,863	20,525

Note : 12 Depreciation & Amortised Expenses

Sr. No	Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
1	Depreciation on Property, Plant & Equipment	38,89,400	44,96,627
	Total	38,89,400	44,96,627

Note : 13 Other Expenses

Sr. No	Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
1	Advertisement Expenses	63,184	17,741
2	Auditor's Remuneration	-	-
2(i)	Statutory Auditor	50,000	50,000
2(ii)	Internal Auditor	15,000	25,000
2(iii)	Secretarial Auditor	-	25,000
3	Business Promotion Expenses	-	-
4	Commission & Brokerage	-	-
5	Corporate Social Responsibility Expenses	-	-
6	Electricity & Fuel Expenses	-	16,847
7	Freight & Forwarding	-	28,550
8	Annual Listing Fee and Expenses	45,086	3,01,690
9	Loss on sale of property	-	-
10	Legal & Professional Charges	23,67,000	55,75,398
10	Office Expenses	1,73,568	16,378
11	Postage & Courier	2,110	-
11	Printing & Stationery Charges	-	140
13	Rent	2,01,000	6,57,700
13	Repair & Maintenance	-	56,668
14	Communication Expenses	-	45,732
15	Conveyance & Travelling	10,497	67,414
16	Vehicle Running & Maintenance	-	-
17	Project Expenses/Software Updating Charges	-	-
18	Installation Charges	-	2,50,000
19	Late Filing fee	-	53,260
20	Bad & doubtful debts W/off	-	66,60,000
21	ROC Filing fee	7,200	11,400
20	Account Expense	50,000	-
21	License Fee	19,008	-
22	Other Expenses	69,561	-
23	Entertainment Expense	-	-
	Total	30,73,214	1,38,58,918

For, M/s Prakash Tekwani & Associates

Chartered Accountants

Firm Reg. No.: 0120253W

Prakash U Tekwani

Proprietor

Membership No. : 108681

UDIN- 21108681AAAACY8408

PLACE: Ahmedabad

Date : May 30, 2022

For and on behalf of Board

Rajesh Thakur

Managing Director

DIN: 08378490

Dhaval Jitendra Mistry

Director

DIN: 03411290

Veena Pani Chaudhary

Director & CFO

DIN: 02384169

Ashhish Thakur

Company Secretary

NOTE 14: SIGNIFICANT ACCOUNTING POLICIES & NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2022

CORPORATE INFORMATION:

Fourth Dimension Solutions Limited (the Company) is a CMII level 5 information technology (IT) infrastructure, technical support services and operations outsourcing company. The company engaged in designing, developing, deploying, and delivering IT infrastructure and services. The Company provides range of information technology and consultancy services, including infrastructure services, end user IT support, IT asset life cycle and integrated solutions. Apart from this the Company also carry out the turnkey projects of Computers, digitization of documents, data entry services and operate data and information processing centers

A. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation:

These financial statements are prepared and presented in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified and applicable) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Indian Accounting Standards (Ind AS) are prescribed under section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules, 2016.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(b) Use of Estimates:

The preparation of the financial statements, in conformity with Ind AS requires the Management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities as of date of the financial statements and the reported amount of revenues and expenses during the reported period. The actual results could differ from these estimates. Any revision to such accounting estimates will be recognized in the accounting period in which such revision takes place and if material, their effects are disclosed in the notes to the financial statements.

(c) Revenue Recognition

i) Sales: Sales comprise sale of services and goods.

Revenue from sale of services is recognized:

- (a) As and when services are rendered and are net of service tax & GST
- (b) Revenue from turnkey projects of Computers, digitization of documents, data entry services and operate data and information processing centres is recognized on accrual basis as per terms of agreements.

Revenue from sale of goods is recognized:

- (a) When all the significant risks and rewards of ownership are transferred to the buyer

and the Company retains no effective control of the goods transferred to a degree usually associated with the ownership; and

- (b) No significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods.
- (c) Provision is made for the non-sellable returns of goods from the customer's estimated on the basis of historical data of such returns. Such provision for non-sellable sales returns is reduced from sales for the year.

ii) Interest:

Interest in income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

iii) Rent:

Rental income is recognized when the right to receive the payment is established.

(d) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment, if any. Cost comprises the purchase price and any attributable cost of bringing the assets to its working condition for its intended use.

The Company depreciates property, plant and equipment over their estimated useful lives using the Written down Value method. The estimated useful lives of assets are as follows:

Property, plant and equipment	Estimated Useful Lives
Plant and machinery	15 years
Office Equipment	5 years
Computer Equipment	3 years
Furniture and fixtures	10 years
Vehicles	8 years

Subsequent expenditures relating to property, plant and equipment are capitalized only when it probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in net profit in the statement of profit and loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the statement of profit and loss

Intangible assets are recorded at the consideration paid for acquisition of such asset and are carried at cost less accumulated amortization and impairment.

(e) Depreciation and amortization

Depreciation on tangible fixed assets has been provided on Written down value method at the rates prescribed under Part C of Schedule II of the Companies Act, 2013. Intangible fixed assets stated at cost less accumulated amount of amortization.

(f) Investments

Long term investments are stated at cost. Provision is made to recognize a decline, other than temporary, in the value of long term investments.

(g) Inventories

Inventories of Traded Goods are valued at lower of cost and net realisable value. Cost is determined on First in First Out (FIFO) basis. Cost of work-in-progress and finished goods include labour and manufacturing overheads, where applicable. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

(h) Segment Reporting

The Company is mainly engaged in IT goods and IT Services. These, in context of Indian Accounting Standard on Segment Reporting, as specified in the Companies (Accounting Standard) Rules, 2014, are considered to constitute one single primary segment. Hence, segment reporting is not required.

(i) Foreign Currency Transactions

(i) Initial Recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the currency and the foreign currency at the date of the transaction.

(ii) Conversion

At the year-end, monetary items denominated in foreign currencies are converted into rupee equivalents at the exchange rates prevailing on the date of transactions.

(iii) Exchange Differences

All exchange differences arising on settlement / conversion of foreign currency transactions are included in the Statement of Profit & Loss.

(j) Employee Benefits

(i) Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages and bonus etc., are recognized in the Statement of Profit & Loss in the period in which the employee renders the related services.

(ii) Long-term Employee Benefits

(a) Defined Contribution plan

The Company deposits the contributions for provident fund to the appropriate government authorities and these contributions are recognized in the Statement of Profit and Loss in the financial year to which they relate.

(b) Defined benefit plan

The Company's gratuity scheme is a defined benefit plan. The present value of the obligation under such defined plan is determined based on actuarial valuation carried by an independent actuary, using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final Obligation. The obligation is measured at the present value of the estimated future cash flow. The discount rates used for determining the present value of the obligation under defined benefit plans, is based

on the market yields on Government securities as at the balance sheet date. Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss.

(iii) **Other long-term employee benefits**

Entitlements to annual leave are recognized when they accrue to employees. Leave entitlements can be availed while in service or encashed at the time of retirement/termination of employment, subject to a restriction on the maximum number of accumulation. The Company determines the liability for such accumulated leave entitlements on the basis of actuarial valuation carried out by an independent actuary at the year end.

(k) **Taxes on Income**

Income tax expense is recognized in net profit in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income.

Tax expense (tax saving) is the aggregate of current tax and deferred tax:

- (i) Current tax is the provision made for income tax liability on the profits for the year in accordance with the provisions of Income Tax Act, 1961.
- (ii) Deferred Tax is recognized, on timing differences, being the differences resulting from the recognition of items in the financial statement and in estimating its current income tax provision.

(l) **Earnings Per Share**

Basic earnings per share is computed by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by taking into account the aggregate of the weighted average number of equity shares outstanding during the period and the weighted average number of equity shares which would be issued on conversion of all the dilutive potential equity shares into equity shares.

(m) **Impairment of Assets**

Impairment loss (if any) is provided to the extent the carrying amount of assets exceeds their recoverable amount. Recoverable amount is the higher of an asset's Fair Value less costs to disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

(n) **Provision and Contingent Liabilities**

Provision is recognized (for liabilities that can be measured by using a substantial degree of estimation) when:

- (i) the Company has a present obligation as a result of a past event;
- (ii) a probable outflow of resources embodying economic benefits is expected to settle the obligation; and
- (iii) the amount of the obligation can be reliably estimated.

Contingent liability is disclosed in case there is:

- (i) Possible obligation that arises from past events and existence of which will be confirmed only by the occurrence or one or more uncertain future events not wholly within the control of the enterprise; or
- (ii) a present obligation arising from past events but is not recognized
 - (a) when it is not possible that an outflow of resources embodying economic benefits will be required to settle the obligation; or
 - (b) a reliable estimate of the amount of the obligation cannot be made.

(o) Cash and cash Equivalents

Cash comprises cash in hand, Bank Balances and Cheques in Hand. Cash Equivalents are short-term highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

(p) Cash Flow Statements

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

(q) Leases

Lease in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the Statement of Profit and Loss on a straight line basis over the lease term.

B. NOTES TO ACCOUNTS ON FINANCIAL STATEMENT FOR THE YEAR ENDING MARCH 31, 2022

1. Status of Implementation of Approved Resolution Plan passed by the Hon'ble NCLT

As per the NCLT order, the Resolution Applicant ("RA") shall implement the approved resolution within 1 year from the date of approval, the company has informed has the resolution plan is yet to be implemented due to pending bonus issue & relisting of issue and company has filed the application for extension of implementation of resolution plan by 1 year before the National Company Law Appellate Tribunal ("NCLAT") and the matter is sub judice

i) Issue of Preference Shares pursuant to approved Resolution Plan

In accordance with the Approved Resolution Plan, the Resolution Applicant ("RA") proposed to pay the outstanding amount (claim admitted amount) to operational creditors by issuing the 0.001% Non-Cumulative Non-Convertible Compulsorily Redeemable Preference Shares and redeeming the same at 2% of issue price.

The Company allotted the 86,72,558 (Eighty-six lakhs Seventy-two thousand five hundred fifty-eight) 0.001% of Non-Cumulative Non-Convertible Compulsory Redeemable Preference shares of Rs. 100 (Hundred) each to Operational Creditors on 30th June 2021 and redeem the said preference shares on 24th Sep 2021 at Rs. 2/- per share i.e @2% of issue price.

For the aforesaid transaction the company has transferred Rs. 84,99,10,684 to capital reserve under Reserve & Surplus in 'Other Equity'. Refer Note 3(b) Other Equity to the Ind AS financial statements. The calculation of capital reserve is mentioned below.

Value of Preference share issued	Rs. 86,72,55,800
Value of Preference share redeemed	Rs. 1,73,45,116
Balance amount transfer to capital reserve	Rs. 84,99,10,684

Further the company has also issued the 1,74,000/- 0.001% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 100 (Rupees Hundred) each to Resolution Applicant & Director on 31st December 2021 and redeemed the shares at par value on 17th Feb 2022. The company has transfer Rs. 1,74,00,000 to capital redemption reserve, which is shown under reserve & surplus in 'Other Equity'. Refer Note 3(b) Other Equity to the Ind AS financial statements.

- ii) Issue of fully paid up Bonus Shares of 1,62,86,159 Equity Shares of Rs. 10 each to the shareholders in the ratio of 1:1

As per approved resolution plan, the company has to issue the fully paid up bonus shares of 1,62,86,159 Equity shares to the shareholders of the company after transfer of shares held by Ex-Promoter & Promotor group.

2. **Contingent Liabilities**

Contingent Liabilities (not provided for) in respect of:

Amount in Rs.

Sr. No.	Particulars	Current Year
1.	Estimated amount of contracts remaining to be executed on capital account (net of advances)	Nil
2.	Outstanding Bank Guarantees / LC	1105950
3.	Claims against the Company not acknowledged as debts	Nil

3. In the opinion of the company and to the best of their knowledge and belief, the value of realization of current assets, loans and advances in the ordinary course of business will not be less than the amount at which they are stated in the Balance Sheet except as shown doubtful and provision for all known liabilities, expenses and income have been made in the accounts unless stated otherwise in the notes.

4. **Disclosures relating to "Employee Benefits":**

a. Defined contribution plans:

The Company's employee provident fund scheme is a defined contribution plans. A sum of Rs. 1,38,545/- (Previous Year Rs. 1,84,021/-) has been recognized as an expense in

relation to the scheme and shown under Employee Benefit Expenses in the Statement of Profit and Loss.

b. Defined Benefit plans:

The Company has no defined benefit plans to make provisions for employee benefits in accordance with the Ind AS 24 "Employee Benefits".

5. Related Party Disclosure

- a) Disclosure of Related Parties and relationship between the parties provided by the management: -

Name of related parties	Relationship	Category
Linkstar Infosys Private Limited	Resolution Applicant	Resolution Applicant
Dhaval Mistry	Resolution Applicant & Director	Key Management Personnel
Rajesh Thakur	Managing Director	
Veena Pani Choudhary	Director & CFO	
Neelu Choudhary	Director	
Rajesh Ramnani	Independent Director	
Prawincharan Dwary	Independent Director	
Ashish Thakur	Company Secretary	

- b) Details of transactions entered into with related parties during the year as required by Ind AS-24 on "Related Party Disclosures" issued by Companies (Indian Accounting Standards) Rules 2015 are as under: -

Particulars	Current Period	Previous Year
<u>Remuneration</u>		
Rajesh Thakur	0	0
Dhaval Mistry	0	0
Veenapani Choudhary	0	0
Neelu Choudhary	0	0
Rajesh Ramnani	0	0
Prawincharan Dwary	0	0
Ashish Thakur	3,80,835	1,48,114
<u>Unsecured Loan Taken from</u>		
Linkstar Infosys Private Limited	1,39,22,423	35,26,898
Veenapani Choudhary	NIL	70,50,000
Neelu Choudhary	NIL	70,50,000

Unsecured Loan Repaid		
Linkstar Infosys Private Limited	1,99,49,321	NIL
Veenapani Choudhary	(70,50,000)	NIL
Neelu Choudhary	(70,50,000)	NIL
Interest Paid		
Linkstar Infosys Private Limited	4,08,400	0

c) Related party balance as at year end.

Unsecured Loan	Current Period	Previous Year
Linkstar Infosys Private Limited	NIL	60,26,898
Veenapani Choudhary	NIL	70,50,000
Neelu Choudhary	NIL	70,50,000

6. Segment Reporting:

The Company is mainly engaged in IT goods and IT Services. These, in context of Indian Accounting Standard on Segment Reporting, as specified in the Companies (Accounting Standard) Rules, 2014, are considered to constitute one single primary segment. Hence, segment reporting is not required.

7. The Company has pending claim against Minosha India Limited of Rs.511.28 crores against contracts and same is pending before Adjudicating Authority / Appellate AA .
8. The Company have office premises on leave & license basis. Lease Rents charged to Statement of Profit & Loss Rs. 2,01,000 /- (previous year Rs. 6,57,700/-). Since the leave & license are cancellable in nature, other disclosures as required by Ind AS-116 are not applicable.
9. Managerial remuneration paid/payable to the Directors, debited to relevant account head:

Particulars	Amount in Rs.	
	Current Year	Previous Year
Salaries & Bonus	Nil	Nil
Value of perquisites (Gross)	Nil	Nil

10. Earnings per Share:

Particulars	Amount in Rs.	
	Current Year	Previous Year
Profit after tax	39,27,33,227	3,67,303
Less: Preference dividend payable including dividend	Nil	Nil
Earnings attributable to equity shareholders	39,27,33,227	3,67,303

Weighted average number of equity shares	1,62,86,159	2,10,91690
Earnings per share in Rupees	24.11	0.02

11. The Auditor's Remuneration comprises the following: -

Particulars	Amount in Rs.	
	Current Year	Previous Year
Statutory Audit	50,000	50,000
Total	50,000	50,000

12. **Corporate Social Responsibility**

During the year the company is not required to incur expenditure towards Corporate Social Responsibility as per the Companies Act 2013. In view of the same, the company has not spent any amount for CSR during the financial year 2021-22.

13. **Ratios**

Particular	FY 2021-22	FY 2020-21
Current Ratio	0.07	0.20
Debt Equity Ratio	0.00	0.06
Debt Service Coverage Ratio	0.00	0.0194
Return on Equity Ratio	0.018%	0.037%
Trade Receivables Turnover Ratio (No. of Days)"	0.0045	0.1051
Trade Payables Turnover Ratio	0	0
Net Capital Turnover Ratio	0.0069	0.2407
Net Profit Ratio	2.22%	0.14%
Return on Capital Employed	0.045%	0.032%

14. Notes on Trade Payables & Trade Receivables

Particulars	31/03/2022 Rupees	31/03/2021 Rupees
NOTE `5(b) TRADE PAYABLES Total outstanding dues of creditors other than Micro enterprises and small enterprises Sundry Creditors - Expenses	9,78,66,065	844372638.6
Sundry Creditors - Raw Materials		
TOTAL	9,78,66,065	844372638.6

**Ageing for trade payables
outstanding as at March
31, 2022 is as follows**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1 – 2 Years	2 – 3 Years	More than 3 years	
MSME (Note)	-	-	-	-	-
Others	26,800	6,20,20,222	3,58,19,043.49	-	9,78,66,065
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
TOTAL	26,800	6,20,20,222	3,58,19,043.49	-	9,78,66,065.49

Note : - We have not received MSME certificate or disclosure from trade payable, if any, with respect to trades payables.

Particulars	31/03/2022	31/03/2021
	Rupees	Rupees
NOTE `1(C) - Non Current Assets - Trade Receivable TRADE RECEIVABLES (Unsecured, Considered good) Outstanding for a period more than six months	2,24,69,71,509	2,27,55,56,394
Others	-	-
TOTAL	2,24,69,71,509	2,27,55,56,394

Ageing for Trade
Receivable outstanding as
at March 31, 2022 is as
follows

Particulars	Outstanding for following periods from due date of payment				
	Less than 6 Months	6 Months – 1 Year	1 – 2 Years	2 – 3 Years	More than 3 Years
Undisputed Trade Receivables – Considered Good					2,24,69,71,509
Undisputed Trade Receivables – Which have significant increase in Credit Risk	-	-	-	-	-
Undisputed Trade Receivables – Credit Impaired	-	-	-	-	
Disputed Trade Receivables – Considered Good	-	-	-	-	-
Disputed Trade Receivables – Which have significant increase in Credit Risk	-	-	-	-	-
Disputed Trade Receivables – Credit Impaired	-	-	-	-	-
TOTAL					2,24,69,71,509

15. Previous year figures are regrouped or reclassified or rearranged as necessary.

Notes referred to above and notes attached there to form an integral part of Statement of Assets & Liabilities.

As per our Report of even date attached

For M/s Prakash Tekwani & Associates
Chartered Accountants
Firm Reg. No. 0120253W

For and on behalf of Board
For Fourth Dimension Solutions Limited

Prakash U Tekwani
Proprietor
Membership No. 108681

Rajesh Thakur
Managing Director
DIN: 08378490

Dhaval Mistry
Director
DIN: 03411290

Place: Ahmedabad
Date: May 30, 2022

UDIN: 22108681AJYCEF6081

Fourth Dimension Solutions Limited

CIN: L74110DL2011PLC221111

**Reg. Off: No. 710, Naurang House, KG Road,
Connaught Place, New Delhi-110001**

Contact No.: 011-41562293

Email id: contactus@fdsindia.co.in/secretarial@fdsindia.co.in

Website: www.fdsindia.co.in