



**s. agarwal & co.**  
CHARTERED ACCOUNTANTS

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New Delhi - 110 024  
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**INDEPENDENT AUDITOR'S REPORT**  
**TO THE MEMBERS OF**  
**STAQO SOFTWARE PRIVATE LIMITED**  
**(Formerly known as Divya Software Private Limited)**

**Report on the Standalone Ind AS Financial Statements**

We have audited the accompanying Ind AS financial statements of **STAQO SOFTWARE PRIVATE LIMITED (Formerly known as Divya Software Private Limited)** ('the company'), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss including the statement of other comprehensive income, the Cash flow statement and the Statement of change in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2025 and its profit /(loss) (including Other Comprehensive Income), its changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those 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 together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current year. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have



determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	How the matter was addressed in the audit
<p><b><u>Useful lives of Property, Plant &amp; Equipment</u></b></p> <p>(Refer to Notes 3 and 4 to the financial statements)</p> <p>The property, plant and equipment are depreciated on a pro-rate basis on written down value basis, over the useful life of the assets, as estimated by the management. These estimations are based on changes in the expected level of usage, technological developments, level of wear and tear, which involve high degree of the estimation and judgement and could affect the reported residual value and depreciation of the assets. As the value of property, plant and equipment&amp; Investment in Property is substantial i.e. Rs. 4856.85 lakhs, which is 90.00% of the total assets of the Company, therefore any change in these estimates or actual results could have an impact on the profit/ assets in future years and completeness and accuracy of the financial statements.</p>	<p><b><u>Our Audit Procedure :</u></b></p> <p>We obtained, understood and evaluated the management's estimations and specifically performed work as under:</p> <ul style="list-style-type: none"> <li>- Comparing the key assumptions, use within the impairments models to the historic performance of the respective group of assets and approved estimates.</li> <li>- Benchmarking the key assumptions, use with in the impairment models, including industry comparison and past history of the replacement age etc. and repairs requirements / cost etc.</li> </ul> <p><b><u>Our Results:</u></b></p> <p>As a result of performance of above procedures we have not identified any circumstances that would led to material adjustments to the carrying value of these assets, or change in their useful lives.</p>

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.



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 judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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.

- Evaluate the appropriateness of accounting policies used and the reasonableness of



accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
  - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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 and the Statement of Profit and Loss including other comprehensive income, the Cash Flow statement and the statement of changes in equity dealt with by this Report are in agreement with the books of account;



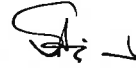


- d. in our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time;
- e. On the basis of written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to adequacy of the internal financial control over the financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"
- g. As the company is a private limited company, the provision of section 197 read with Schedule V to the Act, regarding managerial remuneration are not applicable to the Company; and
- 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, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- i. Based on our examination, which include test checks, the Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with

Place: New Delhi  
Date: 05.05.2025  
UDIN: 25012103BMJBPI1876



**For S. Agarwal & Co.**  
Chartered Accountants  
FRN: 000808N

  
**S.N. Agarwal**  
(Partner)  
M. No. : 012103

## **"Annexure A" to the Independent Auditors' Report**

**(Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2025)**

### **Annexure - A to the Auditors' Report**

The Annexure A referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2025, we report that:

- 1) (a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;  
  
(B) The company is maintaining proper records showing full particulars of intangible assets;  
  
(b) The Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.  
  
(c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.  
  
(d) The company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.  
  
(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.
- 2) (a) The company does not have any carrying amount of Inventory during the year hence reporting on verification on inventory by the management is not applicable  
  
(b) The company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.
- 3) The company has not made any investments in, nor provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to any companies, firms, Limited Liability Partnerships or any other parties during the year.
- 4) The company has not advanced any loans, investments, guarantees, and security, therefore provisions of sections 185 and 186 of the Companies Act are not applicable



- 5) As per the provisions of Section 73 and 76 the company does not have nor has accepted any deposit during the year.
- 6) The maintenance of cost records as specified by the Central Government under subsection (1) of section 148 of the Companies Act is not applicable on the Company.
- 7) (a) The company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, duty of customs, value added tax, cess and any other statutory dues to the appropriate authorities and there are no arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable.
- (b) There are no statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute.
- 8) There are no transactions not recorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (9) (a) The company has no borrowed funds during the year therefore the clause relating to default in repayment of loans or other borrowings or in the payment of interest thereon to any lender, is not applicable on it.
- (b) The company has not been declared wilful defaulter by any bank or financial institution or other lender;
- (c) The company has no borrowed funds during the year therefore the clause relating to diversion of borrowed funds is not applicable on it.
- (d) The company has no borrowed funds during the year therefore the clause relating to Term of use of borrowed funds is not applicable on it
- (e) 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) The company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- 10) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) therefore clause relating to diversion of said funds is not applicable.
- (b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- 11) (a) No fraud by the company or fraud on the company has been noticed or reported during the year.



(b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;

(c) No whistle-blower complaints, have been, received during the year by the company;

- 12) The Company is not a Nidhi Company defined under section 406 of Companies Act 2013
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the financial Statements as required by the applicable accounting standards.
- 14) The provisions of section 138 of Companies Act 2013 regarding Internal Audit report are not applicable on the Company.
- 15) The company has not entered into any non-cash transactions with directors or persons connected with him.
- 16) (a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934)
- 17) The company has not incurred cash losses in the financial year and in the immediately Preceding financial year.
- 18) There has been no resignation of the statutory auditors during the year there we are not required to report in that respect.
- 19) 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, there is no material uncertainty 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.

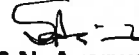




- 20) Provisions of section 135 of the Companies Act 2013 relating to CSR activities regarding are not applicable on the Company
- 21) Reporting on any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements is not applicable in case of standalone financial statements

Place: New Delhi  
Date: 05.05.2025  
UDIN: 25012103BMJBPI1876

**For S. Agarwal & Co.**  
Chartered Accountants  
FRN: 000808N

  
**S.N. Agarwal**  
(Partner)  
M. No. : 012103



**"Annexure B" to the Independent Auditors' Report**  
**(Referred to in paragraph 2(f) of the independent auditor's report of even date on the financial statements of the company for the year ended March 31, 2025.)**

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

We have audited the internal financial controls over financial reporting of **STAQO SOFTWARE PRIVATE LIMITED (Formerly known as Divya Software Private Limited)** ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Board of Directors of the Company are 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" (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Act.

**Auditor's Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' 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 (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and Directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of 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, 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, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For S. Agarwal & Co.**  
Chartered Accountants  
FRN: 000808N



**S.N. Agarwal**  
**(Partner)**  
M. No. : 012103

Place: New Delhi  
Date: 05.05.2025  
UDIN: 25012103BMJBPI1876



**Staqa Software Private Limited (Formerly known as Divya Software Solutions Private Limited)**

**Balance Sheet as at March 31, 2025**

(Rs. in Lakhs)			
Particulars	Note no.	As at March 31, 2025	As at March 31, 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	3	262.60	310.60
(b) Capital Work in Progress	3	42.36	-
(c) Investment property	4	4,551.89	4,751.42
(d) Financial assets			
(i) Securities Deposits	5	56.25	56.25
(e) Income tax assets (net)	6	8.52	8.21
<b>Total non current assets</b>		<b>4,921.62</b>	<b>5,126.48</b>
<b>Current assets</b>			
(a) Financial assets			
(i) Cash and cash equivalents	7	10.56	117.66
(ii) Bank balances other than cash and cash equivalents	8	399.59	240.00
(iii) Other financial assets	9	71.79	12.27
(b) Other current assets	10	6.51	5.91
<b>Total current assets</b>		<b>488.45</b>	<b>375.84</b>
<b>Total assets</b>		<b>5,410.07</b>	<b>5,502.32</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	11	9.46	9.46
(b) Other equity	12	5,384.35	5,469.44
<b>Total equity</b>		<b>5,393.81</b>	<b>5,478.90</b>
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Other financial liabilities	13	8.27	12.62
(b) Current tax liabilities (net)	14	-	3.85
(c) Other current liabilities	15	7.99	6.95
<b>Total current liabilities</b>		<b>16.26</b>	<b>23.42</b>
<b>Total liabilities</b>		<b>16.26</b>	<b>23.42</b>
<b>Total equity and liabilities</b>		<b>5,410.07</b>	<b>5,502.32</b>

The accompanying notes are an integral part of these financial statements  
This is the Balance Sheet referred to in our report of even date

1 - 21

As per our Report of even date attached  
**For S. Agarwal & Co.**  
Chartered Accountants  
Firm Registration No.: 000808N

For and on behalf of the Board of Directors of  
**Staqa Software Private Limited**  
(Formerly known as Divya Software Solutions Private Limited)  
CIN: U72200DL2010PTC201680

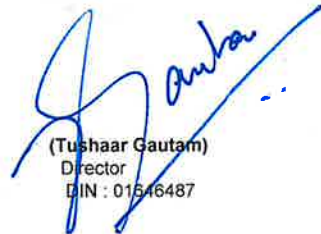


(S.N. Agarwal)  
Partner  
Membership No.: 12103

Place: New Delhi  
Date: May 5, 2025



(Rahul Gautam)  
Director  
DIN : 00192999



(Tushaar Gautam)  
Director  
DIN : 01546487





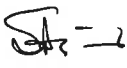
**Staqa Software Private Limited (Formerly known as Divya Software Solutions Private Limited)****Statement of Profit and Loss for the year ended March 31, 2025**

(Rs. in Lakhs)			
Particulars	Note no.	For the year ended March 31, 2025	For the year ended March 31, 2024
I Other income	16	263.35	230.08
II Total revenue		<u>263.35</u>	<u>230.08</u>
III Expenses			
(a) Depreciation	17	281.55	307.69
(b) Other expenses	18	20.29	21.57
IV Total expenses		<u>301.84</u>	<u>329.26</u>
V Loss before tax (II - IV)		<u>(38.49)</u>	<u>(99.18)</u>
VI Tax expense			
Current tax		46.60	38.48
Deferred tax charge/ (credit)		-	-
Total tax expense		<u>46.60</u>	<u>38.48</u>
VII Loss for the year (V - VI)		<u>(85.09)</u>	<u>(137.66)</u>
VIII Other comprehensive income			
(i) Items that will not be reclassified to profit or loss		-	-
Remeasurements of the net defined benefit plans		-	-
(ii) Income tax effect on these items		-	-
IX Total comprehensive income for the year (VII + VIII)		<u>(85.09)</u>	<u>(137.66)</u>
X Earnings per equity share	19		
Basic & Diluted (Face Value of Rs 10/- each)		<u>(89.92)</u>	<u>(145.47)</u>

The accompanying notes are an integral part of these financial statements 1 - 21  
This is the Statement of Profit and Loss referred to in our report of even date

As per our Report of even date attached  
For S. Agarwal & Co.  
Chartered Accountants  
Firm Registration No.: 000808N

For and on behalf of the Board of Directors of  
Staqa Software Private Limited  
(Formerly known as Divya Software Solutions Private Limited)  
CIN: U72200DL2010PTC201680

  
(S.N. Agarwal)  
Partner  
Membership No.: 12103

  
(Rahul Gautam)  
Director  
DIN : 00192999

  
(Prushaar Gautam)  
Director  
DIN : 01646487

Place: New Delhi  
Date: May 5, 2025



## Statement of Changes in Equity for the year ended March 31, 2025

## a. Equity share capital

	Number of shares	Amount (Rs. in Lakhs)
Balance as at April 01, 2023	94,633	9.46
Add: Issued during the year	-	-
Balance As at March 31, 2024	94,633	9.46
Add: Issued during the year	-	-
Balance As at March 31, 2025	94,633	9.46

## b. Other equity

	(Rs. in Lakhs)		
Particulars	Retained earnings	Security Premium	Total
Balance as at April 01, 2023	(1,305.40)	6,912.50	5,607.10
Loss for the year	(137.66)	-	(137.66)
Total comprehensive income for the year	(137.66)	-	(137.66)
Balance as at March 31, 2024	(1,443.06)	6,912.50	5,469.44
Loss for the year	(85.09)	-	(85.09)
Total comprehensive income for the year	(85.09)	-	(85.09)
Balance as at March 31, 2025	(1,528.15)	6,912.50	5,384.35

The accompanying notes are an integral part of these financial statements  
This is the Statement of Changes in Equity referred to in our report of even date

1 - 21

As per our Report of even date attached  
For S. Agarwal & Co.  
Chartered Accountants  
Firm Registration No.: 000808N

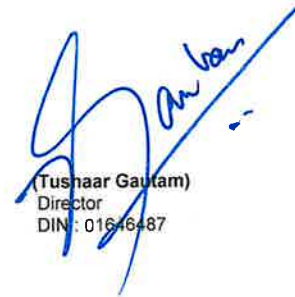
For and on behalf of the Board of Directors of  
Staqa Software Private Limited  
(Formerly known as Divya Software Solutions Private Limited)  
CIN: U72200DL2010PTC201680



(S.N. Agarwal)  
Partner  
Membership No.: 12103



(Rahul Gautam)  
Director  
DIN : 00192999



(Tushaar Gautam)  
Director  
DIN : 01646487

Place: New Delhi  
Date: May 5, 2025



**Staquo Software Private Limited (Formerly known as Divya Software Solutions Private Limited)****Statement of Cash Flows for the Year ended March 31, 2025**

	(Rs. in Lakhs)	
Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
<b>A. Cash flow from operating activities</b>		
Loss for the year	(38.49)	(99.18)
Adjustments:		
Depreciation	281.55	307.69
Interest income	(27.95)	(15.28)
Liabilities written back	3.75	4.80
<b>Operating profit before working capital changes</b>	<b>218.86</b>	<b>198.03</b>
<b>Changes in working capital:</b>		
Decrease/(Increase) in Other Financial Assets and Other Current	(57.41)	(15.54)
(Decrease)/Increase in Other financial liabilities & Other Current	(3.31)	10.48
<b>Cash generated from/(used) in operations</b>	<b>158.14</b>	<b>192.97</b>
Income tax paid (net of refunds)	(50.76)	(34.63)
<b>Net cash flow from / (used in) operating activities (A)</b>	<b>107.38</b>	<b>158.34</b>
<b>B. Cash flow from investing activities</b>		
Purchase of property, plant and equipment including capital work in	(76.38)	-
Interest income Received	21.49	15.28
Increase in Securities deposits	-	(5.63)
Investment in Fixed Deposits (Net)	(159.59)	(240.00)
<b>Net cash flow from / (used in) investing activities (B)</b>	<b>(214.48)</b>	<b>(230.35)</b>
<b>C. Cash flow from financing activities</b>		
<b>Net cash flow from / (used in) financing activities (C)</b>	<b>-</b>	<b>-</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>(107.10)</b>	<b>(72.01)</b>
Cash and cash equivalents at the beginning of the year	117.66	189.67
<b>Cash and cash equivalents at the end of the year</b>	<b>10.56</b>	<b>117.66</b>

**Notes :**

- The above cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".
- Components of cash and cash equivalents:

	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
<b>Cash and cash equivalents</b>		
Balance with banks in current accounts	10.56	117.66
<b>Balance as per Statement of Cash Flows</b>	<b>10.56</b>	<b>117.66</b>

The accompanying notes are an integral part of these financial statements  
This is the Statement of Cash Flows referred to in our report of even date

1 - 21

As per our Report of even date attached  
**For S. Agarwal & Co.**  
Chartered Accountants  
Firm Registration No.: 000808N

(S.N. Agarwal)  
Partner  
Membership No.: 12103

For and on behalf of the Board of Directors of  
**Staquo Software Private Limited**  
(Formerly known as Divya Software Solutions Private Limited)  
CIN: U72200DL2010PTC201680

(Rahul Gautam)  
Director  
DIN : 00192999

(Tushaar Gautam)  
Director  
DIN : 01646487

Place: New Delhi  
Date: May 5, 2025



**Stago Software Private Limited**  
**(Formerly known as Divya Software Solutions Private Limited)**

**SIGNIFICANT ACCOUNTING POLICIES FORMING INTEGRAL PART OF THE**  
**FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025**

**1. COMPANY INFORMATION**

Stago Software Private Limited (Formerly known as Divya Software Solutions Private Limited) ('the Company') is a private limited Company incorporated in India, with its registered office in New Delhi. The Company is wholly owned subsidiary of "Sheela Foam Limited" which is listed on the National Stock Exchange (NSE) and the Bombay Stock Exchange (BSE).

The Company is into business of IT and ITES services and yet to start its operations.

The financial statements for the year ended March 31, 2025, were approved by the Board of Directors and authorized for issue on May 05, 2025.

**2. SIGNIFICANT ACCOUNTING POLICIES**

**2.1 STATEMENT OF COMPLIANCE AND BASIS OF PREPARATION**

**a. Compliance with Indian Accounting Standards (Ind – AS) :**

The financial statements have been prepared in accordance with the Indian Accounting Standards ('Ind AS') notified under Companies (India Accounting Standards) Rules, 2015. For all the periods upto and including year ended March 31, 2017, the Company prepared, its financial statements in accordance with the Accounting Standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ('Previous Indian GAAP').

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All the assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria as set out in Division II of Schedule III to the Companies Act, 2013.

**b. Historical Cost Convention**

The financial statements have been prepared on a historical cost basis, except for the followings:

Certain financial assets and liabilities that are measured at fair value.

**c. Functional and presentation currency**

The financial statements are prepared in Indian Rupees ('Rs.'), which is the Company's functional and presentation currency.

**d. Current versus non-current classification**





The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current when it is: -

- expected to be realized, or intended to be sold or consumed in normal operating cycle;
- held primarily for the purpose of trading;
- expected to be realized within 12 months after the reporting period; or
- cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

All other assets are classified as non-current.

A liability is classified as current when it is:

- expected to be settled in the normal operating cycle;
- held primarily for the purpose of trading;
- due to be settled within 12 months after the reporting date; or
- there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting date.

All other liabilities are classified as non-current.

**Deferred tax assets and liabilities:**

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

**Operating Cycle:**

The operating cycle is the time between acquisition of assets for processing and their realization in cash and cash equivalent. The Company has identified twelve months as its operating cycle.

**Use of estimates and judgments**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosure and the disclosure of contingent liabilities. Uncertainty about these estimates and assumptions could result in outcomes that requires material adjustments to the carrying amount of the assets and liabilities in future period/s.

These estimates and assumptions are based on the facts and events, that existed as at the date of Balance Sheet, or that occurred after that date but provide additional evidence about conditions existing as at the Balance Sheet date.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying values of assets and liabilities within the next financial year are discussed below.

**i. Useful lives of Property Plant and Equipment**

The Property, Plant and Equipment are depreciated on a written down value basis over their respective useful lives. Management estimates the useful lives of these assets as detailed in Note- 3.1 below. Changes in the expected level of usage, technological developments, level of wear and tear could impact the economic useful lives and the residual values of these assets, therefore, future depreciation charges could be revised and could have an impact on the profit in future years.



## **ii. Taxes**

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

## **iii. Impairment of Financial assets**

The impairment provisions of financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

## **iv. Impairment of non-Financial assets**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An assets recoverable amount is the higher of an assets's fair value less cost of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, or other fair value indicators.

## **2.2 Property, Plant & Equipment**

Property, Plant & Equipment are accounted for on historical cost basis (inclusive of the cost of installation and other incidental costs till commencement of commercial production) net of recoverable taxes, less accumulated depreciation and impairment loss, if any. It also includes the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent costs are added to the existing asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Statement of Profit and Loss during the period in which they are incurred.

Cost of leasehold land is amortized over the period of lease.

Depreciation on property, plant & equipment is provided on a pro-rate basis on written down value basis, over the useful life of the assets estimated by the management, in the manner



prescribed in Schedule II of the Companies Act, 2013. The asset's residual values, useful lives and method of depreciation are reviewed at the end of each reporting period and necessary adjustments are made accordingly, wherever required. The property, plant and equipment costing upto Rs. 5,000/- are fully depreciated during the year of addition after retaining 5% as net residual value. The useful lives in the following cases are different from those prescribed in Schedule II of the Companies Act, 2013.

Asset	Useful life as per Schedule II of the Companies Act, 2013 (No. of Years)	Useful life as assessed / estimated by the Company (No. of Years)
Building	60	59
Furniture & Fixtures	10	15
Vehicles :		
- Motor car	8	10
Office Equipment	5	20
Date Processing Equipment :		
- Computer Equipment	3	6
Electrical Fittings	10	20

Based on usage pattern, internal assessment and technical evaluation carried out by the technicians, the management believes that the useful lives as given above best represent the period over which the management expects to use these assets. Hence the useful lives of these assets is different from the lives as prescribed in Schedule II of the Companies Act, 2013.

Gains or losses arising on retirement or disposal of property, plant and equipment are recognized in the Statement of Profit and Loss.

### 2.3 Investment Property

Property that is held for long- term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any. Subsequent costs are added to the carrying amount only when it is probable that it will increase its useful life. All other repairs and maintenance are charged to the Statement of Profit and Loss during the period in which they are incurred.

Depreciation on investment property is provided on pro-rata basis on written down value basis, over the useful life of the investment property estimated by management, in manner prescribed in Schedule II of the Act. The property's residual value, useful life and method of depreciation is reviewed at each reporting period and necessary adjustments are made accordingly, wherever required. The useful lives in the following cases are different from those prescribed in the Schedule II of the Act



Asset	Useful life as per Schedule II of the Companies Act, 2013 (No. of Years)	Useful life as assessed / estimated by the Company (No. of Years)
Building	60	59

Investment property is derecognized when either it has been disposed off or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss arising on de-recognition of the investment property is included in the Statement of Profit and Loss.

Transfers are made to / from investment property only when there is a change in its use. Transfers between investment property is made at the carrying amount of the property transferred.

## 2.4 Financial Instruments

A financial instrument is a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

## 2.5 Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand and demand deposits with banks which are short-term (three months or less from the date of acquisition), highly liquid investments that are readily convertible into cash and which are subject to an insignificant risk of changes in value.

## 2.6 Provisions and Contingent Liabilities

### a) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation, at the balance sheet date.

If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

### b) Contingent Liabilities

A disclosure for a contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation arising as a result of past event that probably will not require an outflow of resources or where a reliable estimate of the obligation cannot be made.

## 2.7 Revenue Recognition

- a) Revenue from rendering of services is recognized when the performance of agreed contractual task has been completed.





- b) Interest income is recognized on time proportion basis taking into account the amount outstanding and applicable interest rates.
- c) Insurance claims are recognized to the extent the Company is reasonably certain of their ultimate receipt.
- d) Dividend income on investment is recognized when the right to receive dividend is established.
- e) Export Incentive such as duty drawbacks is recognized on post export basis on the basis of their entitlement rates.

## **2.8 Employee Benefits**

### **Short Term Employee Benefits**

All Employee benefits payable within twelve months of rendering the services are classified as short term benefits. Such benefits include salaries, wages, bonus, awards, ex-gratia, performance incentive/pay etc. and the same are recognized in the period in which the employee renders the related services.

## **2.9 Operating leases**

Operating leases where the lessor effectively retains substantially all the risks and benefits of ownership over the leased term are classified as operating leases. Operating lease rentals are recognized as an expense in the statement of profit and loss on straight line basis over the lease term, unless the payments are structured to increase in line with the expected general inflation to compensate for the lessor in expected inflationary cost increase.

## **2.10 Foreign Currency Transactions**

Foreign currency transactions are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities in foreign currency existing at balance sheet date are translated at the year end exchange rates. Exchange rate differences arising on settlement of transaction and translation of monetary items are recognized as income or expenses in the year in which they arise.

Non-monetary items that are measured in terms of historical cost in foreign currency are translated using the exchange rates at the dates of initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Premium or discount on forward exchange contract is amortised as income or expense over the life of the contract. Exchange difference on such contract is recognized in the Statement of Profit and Loss in the reporting period in which the exchange rate changes. Any profit or loss arising on cancellation or renewal of forward contract is recognized as income or expenditure during the period.

## **2.11 Taxation**

Tax expense for the year comprises of Current Tax and Deferred Tax.

### **(a) Current Tax**

Current income tax, assets and liabilities are measured at the amount expected to be paid to or recovered from the taxation authorities in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) enacted in India by using tax rates and the tax laws that are enacted at the reporting date.



## **(b) Deferred Tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets and liabilities are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

### **2.12 Earnings per Share:**

Basic earnings per share is calculated by dividing net profit of the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.



**Staqa Software Private Limited (Formerly known as Divya Software Solutions Private Limited)**

**Notes forming part of the financial statements for the year ended March 31, 2025**

**Note 3 : Property, Plant and Equipment & Capital work in Progress**

	(Rs. in Lakhs)						
Particulars	Furniture and fixtures	Vehicles	Office equipment	Electrical installations and	Computers and data processing	Total property, plant and equipment	Capital Work in Progress
<b>At cost or deemed cost</b>							
<b>As at April 01, 2023</b>	17.70	4.93	73.99	492.86	260.42	849.90	-
Additions	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-
<b>As at March 31, 2024</b>	17.70	4.93	73.99	492.86	260.42	849.90	-
Additions during the year	-	-	-	-	-	-	42.36
Disposals/adjustments during the year	-	-	-	-	-	-	-
<b>As at March 31, 2025</b>	17.70	4.93	73.99	492.86	260.42	849.90	42.36

**Accumulated depreciation**

<b>As at April 01, 2023</b>	12.31	4.17	38.08	203.27	218.68	476.51	-
Depreciation	0.94	0.23	4.99	40.28	16.35	62.79	-
Disposals/adjustments	-	-	-	-	-	-	-
<b>As at March 31, 2024</b>	13.25	4.40	43.07	243.55	235.03	539.30	-
Depreciation	0.78	0.16	3.11	34.68	9.27	48.00	-
Disposals/adjustments during the year	-	-	-	-	-	-	-
<b>As at March 31, 2025</b>	14.03	4.56	46.18	278.23	244.30	587.30	-

**Net carrying amount**

<b>As at March 31, 2024</b>	4.45	0.53	30.92	249.31	25.39	310.60	-
<b>As at March 31, 2025</b>	3.67	0.37	27.81	214.63	16.12	262.60	42.36

**Notes:**

No property, plant and equipment have been pledged as security.

Capital Work-in-progress represents assets under construction & installation at various sites and ageing analysis is as below:

Capital Work in progress represent the following details					(Rs. in Lakhs)
Particulars	March 31, 2025				
	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	42.36	-	-	-	42.36

(Rs. in Lakhs)					
Particulars	March 31, 2024				
	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	-	-	-	-	-



## Notes forming part of the financial statements for the year ended March 31, 2025

## Note 4 : Investment property

	(Rs. in Lakhs)	
Particulars	Buildings	Total
<b>Cost</b>		
As at April 01, 2023	5,896.25	5,896.25
Additions	-	-
Disposal/Transfer	-	-
As at March 31, 2024	5,896.25	5,896.25
Additions	34.02	34.02
Disposal/Transfer	-	-
As at March 31, 2025	5,930.27	5,930.27
<b>Depreciation</b>		
As at April 01, 2023	899.92	899.92
Charge for the year	244.91	244.91
Disposals	-	-
As at March 31, 2024	1,144.83	1,144.83
Charge for the year	233.55	233.55
Disposals	-	-
As at March 31, 2025	1,378.38	1,378.38
<b>Net book value as at March 31, 2024</b>	<b>4,751.42</b>	<b>4,751.42</b>
<b>Net book value as at March 31, 2025</b>	<b>4,551.89</b>	<b>4,551.89</b>

## Notes:

## a. Income from Investment Property

	(Rs. in Lakhs)	
Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Rental Income derived from investment property (Refer note 16)	231.65	210.00
Profit arising from investment property before	231.65	210.00
Less: Depreciation for the year (Refer note 17)	(233.55)	(244.91)
<b>Net Loss arising from Investment Property</b>	<b>(1.90)</b>	<b>(34.91)</b>

- b. There are no contractual obligations to purchase, construct or develop investment property or for repairs, maintenance and enhancements thereof and there are no restriction on remittance of income and proceeds of disposal.
- c. The investment properties are leasehold properties and realisability of the same is subject to the terms and conditions under the respective lease agreements.





## Notes forming part of the financial statements for the year ended March 31, 2025

## Note 5 : Security deposits

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good)		
Security deposits	56.25	56.25
<b>Total</b>	<b>56.25</b>	<b>56.25</b>

## Note 6 : Income tax assets (net)

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
Advance income tax (net of provision)	8.52	8.21
<b>Total</b>	<b>8.52</b>	<b>8.21</b>

## Note 7 : Cash and cash equivalents

For the purposes of the Statement of Cash Flows, cash and cash equivalents include cash on hand and in banks, cheques and drafts on hand. Cash and cash equivalents at the end of the reporting year as shown in the Statement of Cash Flows can be reconciled to the related items in the Balance Sheet as follows:

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Balance with banks :		
Current accounts	10.56	117.66
<b>Total</b>	<b>10.56</b>	<b>117.66</b>

## Note:

There are no restrictions with regard to cash and cash equivalents as at the end of the reporting year and prior years.

## Note 8: Bank balances other than cash and cash equivalents

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Deposits having original maturity more than 3 months but less than 12 months	399.59	240.00
<b>Total</b>	<b>399.59</b>	<b>240.00</b>

## Note 9 : Other current financial assets

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Interest accrued but not due on deposits with Banks	18.54	12.08
Interest accrued on Security Deposits	-	0.19
Other Receivables	53.25	-
<b>Total</b>	<b>71.79</b>	<b>12.27</b>

## Note 10 : Other current assets

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Prepaid expenses	5.48	5.91
Balances with Statutory/Government authorities	0.03	-
Advance to Contractor/Supplier	1.00	-
<b>Total</b>	<b>6.51</b>	<b>5.91</b>



**Staqa Software Private Limited (Formerly known as Divya Software Solutions Private Limited)**

**Notes forming part of the financial statements for the year ended March 31, 2025**

**Note 11 : Equity share capital**

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
<b>(a) Authorised share capital:</b>		
1,00,00,000 fully paid equity shares of Rs. 10 each	1,000	1,000
(March 31, 2024 : 1,00,00,000 fully paid equity shares of Rs. 10 each)		
	<b>1,000</b>	<b>1,000</b>
<b>Issued, subscribed &amp; paid up share capital:</b>		
94,633 fully paid equity shares of Rs. 10 each	9.46	9.46
(March 31, 2024 : 94,633 fully paid equity shares of Rs. 10)		
<b>Total</b>	<b>9.46</b>	<b>9.46</b>

**(b) Reconciliation of shares outstanding at the beginning and at the end of the reporting year**

	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Rs. In Lakhs	Number of shares	Rs. In Lakhs
At the beginning of the year	94,633	9.46	94,633	9.46
Issued during the year	-	-	-	-
<b>Outstanding at the end of the year</b>	<b>94,633</b>	<b>9.46</b>	<b>94,633</b>	<b>9.46</b>

**(c) Terms and rights attached to equity shares**

The Company has one class of equity shares having a par value of Rs. 10/- per share. Each Shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. In the event of liquidation, the equity Shareholders are eligible to receive the remaining assets of the Company in proportion of their shareholding.

**(d) Details of shareholders holding more than 5% shares in the Company**

	As at March 31, 2025		As at March 31, 2024	
	Number	% of holding	Number	% of holding
Sheela Foam Limited (including nominee)	94,633	100%	94,633	100%

**(e) Shareholding of promoters & promoter group**

**Shares held by promoters at the end of the period March 31, 2025**

Promotor name	No. of shares	% of total shares	% Change during the period
Sheela Foam Limited (including nominee)	94,633	100%	-

**Shares held by promoters at the end of the year March 31, 2024**

Promotor name	No. of shares	% of total shares	% Change during the year
Sheela Foam Limited (including nominee)	94,633	100%	-



**Staqa Software Private Limited (Formerly known as Divya Software Solutions Private Limited)****Notes forming part of the financial statements for the year ended March 31, 2025****Note 12 : Other equity**

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
Retained earnings (refer note (A) below)	(1,528.15)	(1,443.06)
Security premium (refer note (B) below)	6,912.50	6,912.50
<b>Total</b>	<b>5,384.35</b>	<b>5,469.44</b>

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
<b>(A) Retained earnings</b>		
Opening balance	(1,443.06)	(1,305.40)
Net Loss for the year	(85.09)	(137.66)
<b>Closing balance (A)</b>	<b>(1,528.15)</b>	<b>(1,443.06)</b>
<b>(B) Security premium</b>		
Opening balance	6,912.50	6,912.50
Additions during the year	-	-
<b>Closing balance (B)</b>	<b>6,912.50</b>	<b>6,912.50</b>

**Note: Security premium**

The amount received in excess of face value of the equity shares

**Note 13 : Other current financial liabilities**

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
Other liabilities (Refer note below)	8.27	12.62
<b>Total</b>	<b>8.27</b>	<b>12.62</b>

Other liabilities comprise of expense payables, creditors for expenses etc.

**Note 14 : Current tax liabilities (net)**

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
Provision for income tax (Net of Advance Tax)	-	3.85
<b>Total</b>	<b>-</b>	<b>3.85</b>

**Note 15 : Other current liabilities**

Particulars	(Rs. in Lakhs)	
	As at March 31, 2025	As at March 31, 2024
<b>Others - statutory remittances</b>		
Payables to Government authorities:		
-TDS/TCS payable	0.01	-
-GST payable	7.98	6.95
<b>Total</b>	<b>7.99</b>	<b>6.95</b>



**Staquo Software Private Limited (Formerly known as Divya Software Solutions Private Limited)****Notes forming part of the financial statements for the year ended March 31, 2025****Note 16 : Other income**

Particulars	(Rs. in Lakhs)	
	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest income from:		
- Bank deposits	27.95	15.28
Rental income	231.65	210.00
Liabilities/provisions no longer required written back	3.75	4.80
<b>Total</b>	<b>263.35</b>	<b>230.08</b>

**Note 17 : Depreciation**

Particulars	(Rs. in Lakhs)	
	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation of property, plant and equipment (Refer Note no 3)	48.00	62.78
Depreciation on investment property (Refer Note no.4)	233.55	244.91
<b>Total</b>	<b>281.55</b>	<b>307.69</b>

**Note 18 : Other expenses**

Particulars	(Rs. in Lakhs)	
	For the year ended March 31, 2025	For the year ended March 31, 2024
Repair and maintenance		
- Buildings	0.42	2.97
Electricity & water Expenses	6.85	5.89
Insurance	6.38	5.72
Rates and taxes	-	4.30
Legal and professional charges	5.60	1.32
Communication expenses	0.24	1.23
Miscellaneous expenses	0.80	0.14
<b>Total</b>	<b>20.29</b>	<b>21.57</b>

**Note 18.1 : Auditor's remuneration included in legal and professional charges (excluding GST)**

Particulars	(Rs. in Lakhs)	
	For the year ended March 31, 2025	For the year ended March 31, 2024
Statutory audit	0.75	0.75
<b>Total</b>	<b>0.75</b>	<b>0.75</b>

**Note 19. Earnings per share**

Particulars	(Rs. in Lakhs)	
	For the year ended March 31, 2025	For the year ended March 31, 2024
Loss for the year	(85.09)	(137.66)
Earnings used in the calculation of basic earnings per share from continuing operations	(85.09)	(137.66)
Earnings used in the calculation of diluted earnings per share from continuing operations	(85.09)	(137.66)

Particulars	(No. of Shares)	
	For the year ended March 31, 2025	For the year ended March 31, 2024
Weighted average number of equity shares for the purposes of basic and diluted earnings per share	94,633	94,633



**Notes forming part of the financial statements for the year ended March 31, 2025**

Particulars	(Rs. per share)	
	For the year ended March 31, 2025	For the year ended March 31, 2024
Basic and diluted earnings per	(89.92)	(145.47)

**Note 20 : Disclosure for specific ratios**

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	Variance	Variance (%)	Reasons for Variance
Current Ratio (%)	30.04	16.05	13.99	87%	Due to increase in other current asset
Return on Equity Ratio (%)	(0.02)	(0.03)	0.01	-37%	On Actual return basis
Return on Capital Employed (%)	(0.01)	(0.02)	0.01	-61%	On Actual return basis





**Staqa Software Private Limited (Formerly known as Divya Software Solutions Private Limited)**

Notes forming part of the financial statements for the year ended March 31, 2025

**NOTE 21: OTHER NOTES TO ACCOUNTS**

- 21.1 Contingent Liabilities : There is no Contingent liability during the year.
- 21.2 No Provision for gratuity has been made, as per the provisions of Gratuity Act 1972 is not applicable on the Company in respect of total no. of employees.
- 21.3 As required Under the Micro, Small and Medium Enterprise Development Act, 2006 there have generally been no reported cases of delays in payments to Micro, Small and Medium Enterprise or of interest payments due to delays in such payments. They are in the process of compiling relevant information from its suppliers about their coverage under the Micro, Small and Medium Enterprise Development Act, 2006.
- 21.4 Expenditure in Foreign Exchange: Nil
- 21.5 Earnings in Foreign Exchange: Nil
- 21.6 Related party transactions during the year in terms of the provisions of Ind AS -
- "Related Party Disclosure" are as under:

Name of Related Party	Nature of Relationship	Country of Incorporation
Sheela Foam Limited	Holding Company	India
Staqa World Private Limited	Related Entity	India
Mr. Rahul Gautam	Director	--
Mr. Tushaar Gautam	Director	--

(a) Transaction during the Year

(Rs. in Lakhs)

Name of Related Party	Relation	Nature of Transaction	Transactions for the year 2024-2025	Transactions for the year 2023-2024
Sheela Foam Limited	Holding Company	Rent Received	219.65	198.00
Sheela Foam Limited	Holding Company	Reimbursement of expenses	129.70	130.95
Staqa World Private Limited	Related Entity	Rent Received	12.00	12.00

- 21.7 The Company has taken Land under cancellable operating lease for the period of 90 years. The lease agreement is normally renewed on expiry. There are no restrictions placed upon the Company by entering into this lease and there is no

The company has provided Depreciation on the above Leased Land proportionally to the Period of Lease.

**21.8 Fair Value Measurements**

The carrying amounts and fair values of the financial instruments by class are as follows:

(Rs. in Lakhs)

Particulars	Carrying amount/Fair value	
	As at March 31, 2025	As at March 31, 2024
<b>Financial assets</b>		
<u>Carrying amounts/fair value:</u>		
<b>a) Measured at amortised cost</b>		
<b>Non-current assets</b>		
- Securities Deposit	56.25	56.25
<b>Current assets</b>		
- Cash and cash equivalents	10.56	117.66
- Bank balances other than cash and cash	399.59	240.00
- Other current financial assets	71.79	12.27
<b>Total</b>	<b>538.19</b>	<b>426.18</b>



	(Rs. in Lakhs)	
Financial liabilities	As at March 31, 2025	As at March 31, 2024
<b>Carrying amounts/fair value:</b>		
<b>Measured at amortised cost</b>		
<b>Current liabilities</b>		
- Other current financial liabilities	8.27	12.62
<b>Total</b>	<b>8.27</b>	<b>12.62</b>

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

1. The Company has disclosed financial instruments such as trade receivables, cash and cash equivalents, other bank balances, trade payables, other financial assets and liabilities at carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short-term nature.
2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counter party. Based on this evaluation, allowances are taken to the account for the expected losses of these receivables.

## 21.9 Capital Management

Equity share capital and other equity are considered for the purpose of Company's capital management.

The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence.

The management and the Board of Directors monitors the return on capital as well as the level of dividends to shareholders. The Company may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

### Financial risk management objectives and policies

The Company's principal financial liabilities, comprise of trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include investments, loans, trade and other receivables, cash and cash equivalents and other bank balances that are derived directly from its operations.

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's senior management oversees the management of these risks. The senior professionals working to manage the financial risks and the appropriate financial risk governance framework for the Company are accountable to the Board of Directors and Audit Committee

This process provides assurance to Company's senior management that the Company's financial risk-taking activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with Company policies and Company risk objective.

The management reviews and agrees policies for managing each of these risks which are summarized as below:

#### (a) Market Risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprises three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity price risk. Financial instruments affected by market risks include borrowings, security deposits, investments and foreign currency receivables and payables. The sensitivity analyses in the following sections relate to the position as at March 31, 2025. The analyses exclude the impact of movements in market variables on; the carrying values of gratuity and other post-retirement obligations; provisions; and the non-financial assets and liabilities. The sensitivity of the relevant Profit and Loss item is the effect of the assumed changes in the respective market risks. This is

#### (i) Interest Rate Risk

Interest rate is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Company's financial liabilities comprises of trade and other payables; however these are not exposed to risk of fluctuation in market interest rate as the rates are fixed at the time of contract/agreement and do not change for

#### (b) Credit Risk

Credit Risk is the risk that the counter party will not meet its obligation under a financial instrument, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.



#### i) Financial instruments and cash & bank deposits

Credit risk from balances with banks and financial institutions is managed by the Company's finance department in accordance with the Company's policy. Investments of surplus funds are made in bank deposits, bonds, debentures and mutual funds. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counter

The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2025 is the carrying amounts which are given below. Trade Receivables and other financial assets are written off when there is no reasonable expectation of recovery, such as debtor failing to engage in the repayment plan with the Company.

(Rs. in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Non-current assets</b>		
Loans/Deposits	56.25	56.25
<b>Current assets</b>		
Cash and Cash equivalents	10.56	117.66
Bank balances other than cash & cash equivalents above	399.59	240.00
Other current financial assets	71.79	12.27
<b>Total</b>	<b>538.19</b>	<b>426.18</b>

Balances with banks is subject to low credit risks due to good credit ratings assigned to these banks.

#### (c) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and liquidity requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate source of financing through the use of short-term bank deposits, short term investments and cash credit facility. Processes and policies related to such risks are overseen by senior management. Management monitors the

#### Maturity profile of financial liabilities

The table below provides the details regarding the remaining contractual maturities of financial liabilities at the reporting

(Rs. in Lakhs)

Particulars	Carrying Value	Less than 1 year	1 to 5 years
<b>As at 31<sup>st</sup> March, 2025</b>			
Other current financial liabilities	8.27	8.27	-
<b>Total</b>	<b>8.27</b>	<b>8.27</b>	<b>-</b>

(Rs. in Lakhs)

Particulars	Carrying Value	Less than 1 year	1 to 5 years
<b>As at 31<sup>st</sup> March, 2024</b>			
Other current financial liabilities	12.62	12.62	-
<b>Total</b>	<b>12.62</b>	<b>12.62</b>	<b>-</b>

21.10 The Company has used an accounting software for maintaining its books of accounts for the year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility.

21.11 No Facility/ Funds borrowed by the Company as on March 31, 2025

21.12 There are no significant adjusting events after the reporting period.

21.13 The Company has not traded or invested in crypto currency or virtual currency during the financial year.

21.14 The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as Income during the year in the tax assessments under the Income Tax Act, 1961 (such as search or survey or any other relevant provisions of the Income Tax Act, 1961).

21.15 The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami Property.

21.16 The Company has not been declared wilful defaulter by any bank or financial institution or government or any governmental a



21.17 Pursuant to the Scheme of Amalgamation ("the Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, the Board of the Directors of the Company, i.e., Staqa Software Private Limited ("SSPL" or "Transferee Company") has approved the amalgamation of Staqa World Private Limited ("SWPL" or "Transferor Company") with the Company and their respective Shareholders and Creditors. The Scheme has been filed with the National Company Law Tribunal, Bench at Delhi ("NCLT") and is currently awaiting the necessary statutory and regulatory approvals.

21.18 Previous year figures have been regrouped / reclassified wherever it considered necessary.

For S. Agarwal & Co.  
Chartered Accountants  
Firm Registration No.: 000808N

For and on behalf of the Board of Directors of  
Staqa Software Private Limited  
(Formerly known as Divya Software Solutions Private Limited)  
CIN: U72200DL2010PTC201680

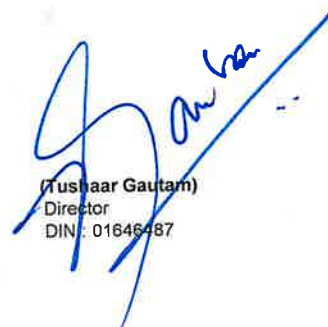


(S.N. Agarwal)  
Partner  
Membership No.: 12103

Place: New Delhi  
Date: May 5, 2025



(Rahul Gautam)  
Director  
DIN : 00192999



(Tushaar Gautam)  
Director  
DIN : 01646487

