

# **ANNUAL REPORT 2025**

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**RDG Systems & Software Private Limited**

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E-Mail: [info@rdgsystems.com](mailto:info@rdgsystems.com) Web: [www.rdgsystems.com](http://www.rdgsystems.com)

Registered Office: 8 Short Street, Kolkata 700 017

## NOTICE

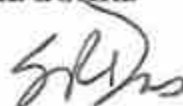
NOTICE is hereby given that the **THIRTY FIRST ANNUAL GENERAL MEETING** of the members of **RDG SYSTEMS & SOFTWARE PRIVATE LIMITED** will be held at 26/1A Ashutosh Chowdhury Avenue, Calcutta 700 019 on Friday August 29<sup>th</sup> 2025 at 5 pm to discuss the following business:

### **AS ORDINARY BUSINESS**

1. To receive, consider and adopt the Profit and Loss account for the year ended 31st March 2025, the Balance Sheet as at that date and the Report of the Directors and Auditors thereon.
2. To appoint auditors and fix their remuneration.
3. To declare a dividend for the year ended 31<sup>st</sup> March 2025

July 28<sup>th</sup> 2025

**BY ORDER OF THE BOARD**



**S R DAS**  
**DIRECTOR**

# REPORT OF THE BOARD OF DIRECTORS OF RDG SYSTEMS & SOFTWARE PVT LTD

## For the year ended 31st March 2025

Your Directors have pleasure in presenting their Report together with the Statement of Accounts for the year ended 31st March 2025

### REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

	31st March 2025	Rupees in Hundreds	
		31st March 2024	
Gross Revenue	60,056.12	66,594.18	
Expenditure	50,804.40	57,668.75	
Profit/(Loss) before Taxation	9,251.72	8,925.43	
Deferred Tax Assets	(+) 202.29	(+) 550.77	
Income Tax	-(1,046.39)	-(686.80)	
Proposed Dividend	750.00	500.00	
Profit/Loss after Taxation	7,657.62	8289.40	

#### OVERALL

The company reported a profit before taxation and dividend of Rs 9.25 lacs as compared to Rs 8.93 lacs, in the previous year. The company was able to keep up the momentum which started in 2022-23 after the covid slowdown and general market recovery.

#### SALES

The sales value was less by 10.83% this year Rs 58.44 lacs compared to Rs 65.53 lacs last year. This was mainly due to a large networking and wifi order received and executed during the previous year.

#### EXPENDITURE

Commensurate to the sales value, the increase in fixed expenditure was modest. The Employment costs rose by 9.3% due to better emoluments and incentives to the staff. Finance costs came down further from Rs 1.73 lacs to Rs 1.28 lacs due to repayment of all long term loans. There was however a small increase in Other Expenses by 5.25% from Rs 8.57 lacs to Rs 9.02 lacs mainly due to additional expenditure on repairs and painting of office premises. Every effort is being made to keep other costs firmly under control in these difficult times.

#### OUTLOOK FOR 2025-26

The Company hopes that it can continue to maintain this momentum and report similar profits in the coming year. This is despite costs rising steeply across the country and galloping inflation. We have added a new business line to our services and support business namely surveillance and biometric on the installation and maintenance side which is reaping good rewards. We are expecting a large order for networking and surveillance which would add to both the topline and bottom line and is expected to be executed in a time frame of the next two years. In the meanwhile every attempt is being made to reduce costs as far as practicable and maintain cash flow to keep the operations running and payments of fixed overheads.

#### DIVIDEND

In view of the profit for the year and no further brought forward losses, the Directors recommend dividend of 7.5% on paid up share capital for the year. Dividend is subject to the approval of the shareholders at the Annual General Meeting. Pursuant to the changes introduced by the Finance Act 2020 in the Income Tax Act 1961, the dividend paid by a Company shall be taxable in the hands of the shareholders. Accordingly, in compliance with the said provisions, your Company shall make payment after necessary deduction of tax at source.

## **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 declared and paid last year.

## **DIRECTORS**

As per Article 34 of the Articles of Association of the Company, the directors shall not be liable to retire by rotation.

## **AUDITORS**

Messrs P. Mukhopadhyay & Co, Chartered Accountants retire at the forthcoming Annual General Meeting and are eligible for appointment.

The Auditors in their report have mentioned that the provision for gratuity has been made by the Company on the basis of actual amounts payable to eligible employees at the end of the accounting year and not as per actuarial valuation. The Directors would like to state that as the number of employees qualifying for gratuity is negligible, actuarial valuation and funding for the same has not been done.

## **MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate on the date of this report

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

The provisions of Section 134(m) of the Companies Act, 2013 do not apply to our Company. There was no foreign exchange inflow or Outflow during the year under review.

## **STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY**

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

## **DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

## **COMPANY'S POLICY RELATING TO DIRECTORS' APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES**

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Director's qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

## **ANNUAL RETURN**

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in Annexure 1 and is attached to this Report.

## **NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW**

The Company had four Board meetings during the financial year under review.

## **SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company does not have any Subsidiary, Joint venture or Associate Company.

## DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

## DECLARATION OF INDEPENDENT DIRECTORS

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to the Company.

## DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

## SHARES

The Company has not bought back any of its securities during the year under review.

The Company has not issued any Sweat Equity Shares during the year under review.

No Bonus Shares were issued during the year under review.

The Company has not provided any Stock Option Scheme to the employees.

## DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Sections 134 (3) (c) and 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:—

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures if any;
- (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.

## ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

BY ORDER OF THE BOARD



S R DAS  
Director



P GUPTA  
Director



<b>FORM NO. MGT 9</b>
<b>EXTRACT OF ANNUAL RETURN</b>
<b>as on financial year ended on 31.03.2025</b>
<b>Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management &amp; Administration ) Rules, 2014.</b>

**I REGISTRATION & OTHER DETAILS:**

i	CIN	U51909WB1994PTC064094
ii	Registration Date	25th July 1994
iii	Name of the Company	RDG SYSTEMS & SOFTWARE PRIVATE LIMITED
iv	Category/Sub-category of the Company	PRIVATE LIMITED
v	Address of the Registered office & contact details	8, SHORT STREET, KOLKATA 700 017,
vi	Whether listed company	NO
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	N.A

**II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company shall be stated

Sl No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Desktop Computers and accessories	8471	34%
2	Computer Consultancy & Computer Facilities Mangement Services	9983	66%
3			
4			
5			

**III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES**

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	-N.A-				
2					
3					

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
<b>A. Promoters</b>										
(1) Indian	0	39430	39430	39.43%	0	39430	39430	39.43%	0	
a) Individual/HUF										
b) Central Govt. or State Govt.										
c) Bodies Corporates										
d) Bank/FI										
e) Any other										
<b>SUB TOTAL: (A) (1)</b>										
(2) Foreign	0	0	0	0	0	0	0	0	0	
a) NRI- Individuals										
b) Other Individuals										
c) Bodies Corp.										
d) Banks/FI										
e) Any other										
<b>SUB TOTAL (A) (2)</b>	0	0	0	0	0	0	0	0	0	
<b>Total Shareholding of Promoter</b>										
<b>(A)= (A)(1)+(A)(2)</b>	0	39430	39430	39.43%	0	39430	39430	39.43%	0	
<b>B. PUBLIC SHAREHOLDING</b>										
(1) Institutions	0	0	0	0	0	0	0	0	0	
a) Mutual Funds										
b) Banks/FI										
c) Central govt										
d) State Govt.										
e) Venture Capital Fund										
f) Insurance Companies										
g) FIIS										
h) Foreign Venture Capital Funds										
i) Others (specify)										
<b>SUB TOTAL (B)(1):</b>	0	0	0	0	0	0	0	0	0	0
(2) Non Institutions	0	0	0	0	0	0	0	0	0	0
a) Bodies corporates										
i) Indian										
ii) Overseas										
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	49850	49850	49.85%	0	49850	49850	49.85%	0	0

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
<b>A. Promoters</b>										
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	10720	10720	10.72%	0	10720	10720	10.72%	0	0
c) Others (specify)										
<b>SUB TOTAL (B)(2):</b>	0	60570	60570	60.57%	0	60570	60570	60.57%	0	0
<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	0	60570	60570	60.57	0	60570	60570	60.57	0	0
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	0	100000	100000	100%	0	100000	100000	100%	0	0



## (ii) SHAREHOLDING OF PROMOTERS

Sl.No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the	% of shares pledged encumbered to	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1.	SUDIP RANJAN DAS	20710	20.71	0	20710	20.71	0	0
2.	RAMAL RANJAN DAS	8300	8.30	0	8300	8.30	0	0
3.	PRACAP GUPTA	11200	11.20	0	11200	11.20	0	0
	Total	39430	39.43	0	39430	39.43	0	0

## (iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sl.No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	39430	39.43	39430	39.43
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus / sweat equity etc)				
	NO CHANGE			NO CHANGE	
	At the end of the year	39430	39.43	39430	39.43

## (iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters &amp; Holders of GDRs &amp; ADRs)

Sl.No.		Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
	At the beginning of the year	53440	53.44	53440	53.44
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus / sweat equity etc)				
	NO-CHANGE				
	At the end of the year (or on the date of separation, if separated during the year)	53440	53.44	53440	53.44

## (v) Shareholding of Directors &amp; KMP

Sl.No.		Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Directors & KMP				
	At the beginning of the year	39430	39.43	39430	39.43
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus / sweat equity etc)				
	NO CHANGE				
	At the end of the year	39430	39.43	39430	39.43

## V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	8,64,196	5,00,000	0	13,64,196
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	8,64,196	5,00,000	0	13,64,196
Change in Indebtedness during the financial year				
Additions	0	0	0	
Reduction	3,06,235	5,00,000	0	8,06,235
Net Change	3,06,235	5,00,000	0	8,06,235
Indebtedness at the end of the financial year				
i) Principal Amount	5,57,961	0	0	5,57,961
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	5,57,961	0	0	5,57,961

## VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole time director and/or Manager:

Sl.No	Particulars of Remuneration	Name of the MD/WTM/Manager			Total Amount
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.				
		0	SUJOY RANJAN DAS		
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0			
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0			
2	Stock option	0			
3	Sweat Equity	0			

4	Commission	0			
	as % of profit	0			
	others (specify)	0			
5	Others, please specify	0			
	Total (A)	0			
	Ceiling as per the Act				

**B. Remuneration to other directors:**

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount
1	Independent Directors	PRATAP GUPTA			0
	(a) Fee for attending board committee meetings	0	0		0
	(b) Commission	0	0		0
	(c) Others, please specify	0	0		0
	Total (1)	0	0		0
2	Other Non Executive Directors	KAMAL RANJAN DAS			
	(a) Fee for attending board committee meetings	0	0		0
	(b) Commission	0	0		0
	(c) Others, please specify.	0	0		0
	Total (2)	0	0		0
	Total (B)=(1+2)	0	0		0
	Total Managerial Remuneration	0	0		0
	Overall Ceiling as per the Act.				0

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount.
1	Gross Salary	CEO	Company Secretary	CFO	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	0			0
	(b) Value of perquisites u/s. 17(2) of the Income Tax Act, 1961	0	0		0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0		0
2	Stock Option	0	0		0
3	Sweat Equity	0	0		0
4	Commission	0	0		0
	as % of profit	0	0		0
	others, specify	0	0		0
5	Others, please specify	0	0		0
	Total	0	0		0

4	Commission	0			
	as % of profit	0			
	others (specify)	0			
5	Others, please specify	0			
	<b>Total (A)</b>	0			
	<b>Ceiling as per the Act</b>				

**B. Remuneration to other directors:**

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount
1	Independent Directors	PRATAP GUPTA			0
	(a) Fee for attending board committee meetings	0	0		0
	(b) Commission	0	0		0
	(c ) Others, please specify	0	0		0
	<b>Total (1)</b>	0	0		0
2	Other Non Executive Directors	KAMAL RANJAN DAS			
	(a) Fee for attending board committee meetings	0	0		0
	(b) Commission	0	0		0
	(c ) Others, please specify.	0	0		0
	<b>Total (2)</b>	0	0		0
	<b>Total (B)=(1+2)</b>	0	0		0
	<b>Total Managerial Remuneration</b>	0	0		0
	<b>Overall Cieling as per the Act.</b>				0

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount.
1	Gross Salary	CEO	Company Secretary	CFO	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	0			0
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0		0
	(c ) Profits in lieu of salary under section 17(3) of the income Tax Act, 1961	0	0		0
2	Stock Option	0	0		0
3	Sweat Equity	0	0		0
4	Commission	0	0		0
	as % of profit	0	0		0
	others, specify	0	0		0
5	Others, please specify	0	0		0
	<b>Total</b>	0	0		0

## VII

## PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
<b>A. COMPANY</b>					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0
<b>B. DIRECTORS</b>					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0



# INDEPENDENT AUDITOR'S REPORT

To the Members of **RDG Systems & Software Pvt Ltd.**

## Report on the Audit of the Financial Statements

### Opinion

We have audited the accompanying financial statements of RDG Systems & Software Pvt Ltd ("the Company"), which comprise the Balance Sheet as at 31st March 2025 and the statement of profit and loss for the year then ended and notes to the financial statements, including a summary of 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 in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the act read with the Companies (Accounting Standards) Rules, 2021 and other Accounting Principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standard on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. 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 financial statements under the provisions of the Companies Act, 2013 and the Rules there under 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.

### Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, 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.

### Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under





section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 management 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.

Those Board of Directors are 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 scepticism throughout the audit. We also:

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.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 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 financial statements, including the disclosures, and whether the 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.

#### **Basis of Opinion**

*i The company has made provision for gratuity and leave encashment liability as per the provisions of the relevant act and not as per actuarial valuation which constitutes a departure from the Accounting Standards referred to in Section 133 of the Act. However, in absence of necessary information being made available to us, impact of the same on the profit for the year of the company and corresponding effect on liability cannot be ascertained and quantified.*

#### **Modified Opinion**

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in the Basis for Qualified Opinion paragraph, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31 March 2025,
- b) In the case of Statement of Profit and Loss, of the Profit for the year ended on that date; and

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

1. This report does not include a statement on the matters specified in paragraphs 3 & 4 of the Companies (Auditor's Report) Order, 2020 ("the Order"), since in our opinion and according to the information and explanation given to us, the said Order is not applicable to the company.
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 purposes of our audit.
  - b. in our opinion proper books of accounts 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 dealt with by this Report are in agreement with the books of account
  - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under Section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021.



- e. On the basis of written representations received from the directors as on March 31, 2025 taken on records 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. Since the Company's turnover as per last audited financial statements is less than Rs.50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs.25 Crores, the Company is exempted from getting an audit opinion with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017.
- g. With respect to the matter to be included in the Auditor's Report under section 197 (16): The company is a private limited company under the definition of the Act, hence the provisions of section 197 (read with schedule V) of the Act is not applicable to the company.
- 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
  - iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, 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 person or entity identified in any manner whatsoever by or behalf of the company ("ultimate beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate beneficiaries.  
b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any person or entity 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 person or entity identified in any manner whatsoever by or behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate beneficiaries; and  
c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that representations under sub clause (a) and (b) contain





any material I mis-statement.

v. The Company has proposed to declare Rs 75,000 as dividend for the year 2024-25 and has paid dividend of Rs.50,000 during the year in relation to the year 2023-24.

vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account 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 software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

As the proviso to Rule 3(1) of the Companies (Accounts) Rules 2014 is applicable from 1st April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules 2014 on preservation of audit trail as per statutory requirements for record retention is not applicable for the financial year ending 31st March 2025.

For P. Mukhopadhyay & Co  
Chartered Accountants  
(Firm's Registration No: 302085E)



(Suphas Mukhopadhyay)  
(Partner)

(Membership No: 050384)

Place: Kolkata

Date: 28<sup>th</sup> July 2025

UDIN : 25050384BMXIBF8557

Annexure A to the Independent Auditors' Report of Even Date on the Standalone Financial Statements of RDG Systems & Software Pvt Ltd: Reports on Internal Financial Controls Over Financial Reporting 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 RDG Systems & Software Private Ltd (the Company) as at 31st March 2025 in conjunction with our audit of the standalone financial statements of the company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of the 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the Guidance Note) and the Standards on Auditing prescribed under section 143(10) of the Financial Control and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the 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 31st March 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 P. Mukhopadhyay and Co.  
Chartered Accountants  
Firm's Registration No. 302085E

(Subhas Mukhopadhyay)  
Membership number: 050384  
Partner

Place: Kolkata

Dated: 28<sup>th</sup> July 2025 UDIN:

UDIN: 25050384BMXIBF8557



**RDG SYSTEMS & SOFTWARE PRIVATE LIMITED**

**BALANCE SHEET**  
as at 31st March, 2025

Rupees in hundreds

<b>EQUITY AND LIABILITIES</b>	<b>Notes</b>	<b>31.3.25</b>	<b>31.3.24</b>
<b>Shareholders' Funds</b>			
Share Capital	1	10,000.00	10,000.00
Reserves and Surplus	2	9,719.62	2,062.00
Sub-Total		19,719.62	12,062.00
<b>Non Current Liabilities</b>			
Long Term Borrowings	3	0	5,000.00
Sub-Total		0	5,000.00
<b>Current Liabilities</b>			
Short Term Borrowings	4	5,579.61	8,641.96
Trade Payables	4	3,978.17	6,480.21
Other Current Liabilities	4	4,525.16	5,753.51
Short Term Provisions	4	9,813.08	8,933.07
Sub-Total		23,896.02	29,808.75
<b>TOTAL</b>		<b>43,615.64</b>	<b>46,870.75</b>
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property Plant & Equipment	5		
Tangible Assets		1,058.50	1,073.99
Intangible Assets		1,388.40	1,289.77
Capital Work in Progress		0	0.00
Non Current Investments	6	6,650.00	4,350.00
Long Term Loans and Advances	7	4,156.34	5,140.19
Deferred Tax Assets	45	2,385.80	2,183.51
Sub Total		15,639.04	14,037.46
<b>Current Assets</b>	8		
Inventories		2,561.78	2,133.44
Trade Receivables		3,801.94	11,028.92
Cash and Bank Balances		21,494.64	19,502.69
Short Term Loans and Advances		118.24	118.24
Other Current Assets		0	50.00
Sub Total		27,976.60	32,833.29
<b>TOTAL</b>		<b>43,615.64</b>	<b>46,870.75</b>
<b>Significant Accounting Policies &amp; Notes on Financial Statements</b>	1 to 47		

On behalf of the Board

Subject to our report of even date



S.R. Das  
Kolkata 28th July 2025



P.Gupta



For P. Mukhopadhyay & Co.  
Chartered Accountants  
Firm Reg No: 302085E



Subhas Mukhopadhyay  
Partner

Membership No: 50384

UDIN : 25050384 BMXIBF8557

**RDG SYSTEMS & SOFTWARE PRIVATE LIMITED**

**PROFIT & LOSS ACCOUNT**

**for the year ended 31st March 2025**

Rupees in hundreds

INCOME	Notes	31.3.25	31.3.24
Revenue from Operations	9	58,435.85	65,534.44
Other Income	10	1,620.27	1,059.74
<b>Total Revenue</b>		<b>60,056.12</b>	<b>66,594.18</b>
<b>EXPENDITURE</b>			
Cost of Materials Consumed	11	15,541.07	24,719.77
Service and Support Charges		4,488.65	4,003.99
Employment	12	20,019.38	18,307.95
Finance Costs	13	1,284.74	1,731.16
Depreciation	5	445.55	326.90
Other Expenses	14	9,025.01	8,578.98
<b>TOTAL</b>		<b>50,804.40</b>	<b>57,668.75</b>
<b>Profit/Loss(-) before Taxation</b>		<b>9,251.72</b>	<b>8,925.43</b>
<b>Income Tax</b>			
Current			0.00
Deferred		-202.29	- 550.77
Income Tax earlier years		1,046.39	686.80
<b>Profit/Loss(-) after Taxation</b>		<b>8,407.62</b>	<b>8,789.40</b>
Less: Provision for Dividend		750.00	500.00
<b>Profit/Loss for the year</b>		<b>7,657.62</b>	<b>8,289.40</b>
Balance brought forward		2,062.00	-6,227.40
<b>Balance carried to Balance Sheet</b>		<b>9,719.62</b>	<b>2,062.00</b>
<b>Significant Accounting Policies &amp; Notes on Financial Statements</b>	1 to 47		

Earning per share (Basic & Diluted) (Rs.)

8.41

9.1

Nominal value of share (Rs.)

10

10

The notes referred to above form an integral part of the accounts

On behalf of the Board

Subject to our report of even date

S.R. Das

Koikata 28th July 2025

P. Gupta



For P. Mukhopadhyay & Co.

Chartered Accountants

Firm Reg No: 302085E

Subhas Mukhopadhyay  
Partner

Membership No: 50384

UDIN: 25050384BMXI BF 8557

**RDG SYSTEMS & SOFTWARE PRIVATE LIMITED**  
**NOTES FORMING PART OF THE ACCOUNTS**

1 Share Capital	Rupees in hundreds	
Authorised:	31.3.25	31.3.24
1,000.00 equity shares of Rs 10 each	10,000.00	10,000.00
Issued, Subscribed and Paid up		
1,000.00 equity shares (2010: 1,000.00 equity shares) of Rs 10 each fully paid up	10,000.00	10,000.00
The reconciliation of number of shares is given below:	No. of shares	No. of shares
Equity Shares at the beginning of the year	1,000.00	1,000.00
Equity Shares at the end of the year	1,000.00	1,000.00

The details of shareholders having more than 5% equity shares is given below:

Name	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	No of shares	%	No of shares	%
Kamal Ranjan Das	6360	6.36	6360	6.36
Sojoy Ranjan Das	20,710	20.71	20,710	20.71
Reena Das	10,000	10	10,000	10
Pratap Gupta	12,360	12.36	12,360	12.36
Anandajit Ray & Bikramjit Ray	6720	6.72	6720	6.72
Bikramjit Ray & Anandajit Ray	10,720	10.72	10,720	10.72
Tarun Das & Ranjana Das	10,000	10	10,000	10

The Company has one class of shares referred to as Equity Shares having a par value of Rs 10 per share.

In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholding. Rupees in hundreds

<b>2 Reserves and Surplus</b>	<b>31.3.25</b>	<b>31.3.24</b>
Opening balance of Profit and Loss Account	2,062.00	-6,227.40
Less: Transferred from Profit and Loss Account	7,657.62	8,289.40
Balance carried forward to Balance Sheet	9,719.62	2,062.00

<b>3 Long Term Borrowings</b>	<b>31.3.25</b>	<b>31.3.24</b>
<b>Secured</b>		
Other loans from banks (Secured by Fixed Deposits with banks )	0	0
Sub Total	0	0
<b>Unsecured</b>		
Loans From Directors and Shareholders	0	50,000.00
Sub Total	0	50,000.00
<b>TOTAL</b>	<b>0</b>	<b>50,000.00</b>

<b>4 Current Liabilities</b>	<b>31.3.25</b>	<b>31.3.24</b>
Cash Credit and Overdrafts from Banks repayable on demand (Secured by hypothecation of stock and book debts and personal guarantees of two directors of the Company)	5,579.61	8,641.96
Trade Payables		
Micro Small and Medium Enterprises	297.43	4,452.16
Others	3,680.74	2,028.05
Sub Total	9,557.78	15,122.17
<b>Other Current Liabilities</b>		
Income Billed in Advance	930.17	831.37
Government Provident Fund Payable	101.06	90.24
Liabilities for Expenses	1,623.15	1,574.40
Duties and Taxes	197.48	1,632.93
Liabilities for Employees	1,423.30	1,374.57
Advance from Customers	250.00	250.00
Sub Total	4,525.16	5,753.51
<b>Short Term Provisions</b>		
Provision for Audit Fees	160.00	160.00
Provision for Gratuity	8,903.08	8,273.07
Provision for Dividend	750.00	500.00
Sub Total	9,813.08	8,933.07
<b>TOTAL</b>	<b>23,896.02</b>	<b>29,808.75</b>





5. Property Plant & Equipment														
													Rupees in hundreds	
GROSS BLOCK							DEPRECIATION/AMORTISATION						NET BLOCK	
Asset	As at 1.4.23	Additions	As at 1.4.24	Additions	Disposal /Adjustments	As at 31.3.25	As at 1.4.23	For the Year	As at 1.4.24	For the Year	Disposals Adjustments	As at 31.3.25	As at 31.3.25	As at 31.3.24
Tangible Assets														
Plant & Machinery	12,099.84	0	12,789.97	393.69	0	13,183.66	11,546.63	284.55	11,831.18	394.50	0	12,225.68	957.98	958.78
Furniture & Fixture	3,261.33	0	3,367.17		0	3,367.17	3,240.66	11.32	3,251.98	14.68	0	3,266.66	100.31	115.20
Vehicles	3,562.58	0	3,562.58		0	3,562.58	3,562.57	0.00	3,562.57	0.00	0	3,562.57	0.01	0.01
Sub Total	18,923.75	0	19,719.72	393.69	0	20,113.41	18,349.86	295.87	18,645.73	409.18	0	19,054.91	1,058.50	1,073.99
Intangible Assets														
Software	27,474.49	0	27,474.49	135.00	0	27,609.49	26,153.69	31.03	26,184.72	36.37	0	26,221.09	1,388.40	1,289.77
Sub Total	27,474.49	0	27,474.49	135.00	0	27,609.49	26,153.69	31	26,184.72		0	26,221.09	1,388.40	1,289.77
Capital Work in Progress													0	0
Grand Total	46,398.24	0	47,194.21	528.69	0	47,722.90	44,503.55	326.90	44,830.45	445.55	0	45,276.00	2,446.90	2,363.76



## NOTES FORMING PART OF THE ACCOUNTS

[illegible]

**RDG SYSTEMS & SOFTWARE PRIVATE LIMITED**  
**NOTES FORMING PART OF THE ACCOUNTS**

Rupees in hundre

<b>7 Long Term Loans and Advances</b>	<b>31.3.25</b>	<b>31.3.24</b>
Security Deposits	915.53	1,385.82
Income Tax Refundable and Tax Deducted at source	3,240.81	3,754.37
<b>TOTAL</b>	<b>4,156.34</b>	<b>5,140.19</b>

<b>8 Current Assets</b>		
Inventories (valued at the lesser of cost or realisable value)		
Raw Materials and Components	2,496.17	2,032.53
Trading	34.00	72.25
Finished Goods		
Software	31.61	28.66
<b>(A)</b>	<b>2,561.78</b>	<b>2,133.44</b>

Trade Receivables - Unsecured, considered good ( age wise break up as per Note 23)		
<b>(B)</b>	<b>3,801.94</b>	<b>11,028.92</b>

Cash and Bank Balances		
Cash on Hand	9.63	3.42
With Scheduled Banks		
In current accounts	583.71	2,226.82
Fixed and Recurring Deposit accounts	20,901.30	17,272.45
<b>(C)</b>	<b>21,494.64</b>	<b>19,502.69</b>

Short Term Loans and Advances (unsecured and considered good)	118.24	118.24
Other Current Assets	0	50.00
<b>(D)</b>	<b>118.24</b>	<b>168.24</b>

<b>TOTAL (A+B+C+D)</b>	<b>27,976.60</b>	<b>32,833.29</b>
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	<b>31.3.25</b>	<b>31.3.24</b>
<b>9 Revenue from Operations</b>		
Sales	20,024.48	30,035.21
Servicing and Maintenance Charges	38,411.37	35,499.23
<b>TOTAL</b>	<b>58,435.85</b>	<b>65,534.44</b>





**RDG SYSTEMS & SOFTWARE PRIVATE LIMITED**  
**NOTES FORMING PART OF THE ACCOUNTS**

Rupees in hundreds

<b>10 Other Income</b>	<b>31.3.25</b>	<b>31.3.24</b>
Interest on Deposits with banks	1,337.41	923.20
Interest on income tax refund	50.30	135.54
Others (including Liabilities written back)	232.56	1.00
<b>TOTAL</b>	<b>1,620.27</b>	<b>1,059.74</b>

<b>11 Materials</b>	<b>31.3.25</b>	<b>31.3.24</b>
<b>Opening Stock</b>		
Raw Materials	2,032.53	1,927.69
Trading Items	72.25	80.25
Finished Goods		
Software	28.66	48.60
<b>(A)</b>	<b>2,133.44</b>	<b>2,056.54</b>
<b>Add : Purchases</b>		
Raw Materials	3,133.56	11,895.40
Freight and Discount	220.98	0
Trading Items	11,506.49	6,422.74
Software	27.08	5,118.54
Extended Warranty Charges	982.50	1,381.16
Annual Maintenance Contract Charges brought forward	98.80	-21.17
<b>(B)</b>	<b>15,969.41</b>	<b>24,796.67</b>
<b>Less: Closing Stock</b>		
Raw Materials	2,496.17	2,032.53
Trading Items	34.00	72.25
Finished Goods		
Software	31.61	28.66
<b>(C)</b>	<b>2,561.78</b>	<b>2,133.44</b>
<b>TOTAL (A+B-C)</b>	<b>15,541.07</b>	<b>24,719.77</b>

<b>12 Employment</b>	<b>31.3.25</b>	<b>31.3.24</b>
Salaries	11,695.63	11,231.83
Contribution to Provident Fund and Other Funds	1,851.54	1,777.04
Other Staff Benefits	6,472.21	5,299.08
<b>TOTAL</b>	<b>20,019.38</b>	<b>18,307.95</b>

<b>13 Finance Costs</b>	<b>31.3.25</b>	<b>31.3.24</b>
Interest on Fixed Loans	525.00	837.00
Other Interest (including Interest on OD/CC to banks)	759.74	894.16
<b>TOTAL</b>	<b>1,284.74</b>	<b>1,731.16</b>



**RDG SYSTEMS & SOFTWARE PRIVATE LIMITED**  
**NOTES FORMING PART OF THE ACCOUNTS**

	Rupees in hundreds	
<b>14 Other Expenses</b>	<b>31.3.25</b>	<b>31.3.24</b>
Advertisement and Publicity	240.00	300.00
Audit Fees	160.00	160.00
Bank Charges	330.79	164.93
Consumables	130.10	38.35
Conveyance	1,209.54	1,013.04
Electricity	328.30	306.20
Insurance	43.90	43.88
Professional Fees	583.00	591.00
Licence Fees	1,200.00	1,200.00
Office Maintenance	126.31	149.16
Printing and Stationery	88.07	70.62
Postage, Courier and E-Mail Charges	31.18	28.97
Photocopying and Faxing	11.95	11.72
Rates, Taxes and Filing Fees	1,000.98	978.39
Repairs and Maintenance	1,524.63	126.80
Rent	0.00	0.00
Rent for Mobile Phones	136.34	168.39
ISO 9001 Training and Certification Fees	0.00	0.00
Telephones	347.61	324.34
Travelling	206.81	185.50
Bad Debts written off	77.95	245.84
Provision for Gratuity	630.01	1,958.35
Other Expenses	617.54	513.50
<b>TOTAL</b>	<b>9,025.01</b>	<b>8,578.98</b>



**RDG SYSTEMS & SOFTWARE PRIVATE LIMITED**  
**NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR 2024-25**

**15. Accounting Policies**

The accounts are prepared under the historical cost convention and materially comply with applicable accounting standards. All expenses and income to the extent considered payable and receivable unless stated otherwise have been accounted for on mercantile basis. The significant accounting policies followed by the Company are stated below:

- i) Fixed Assets are capitalized at acquisition cost including directly attributable cost.
  - ii) Depreciation has been provided on the straight-line method in accordance with the rates specified in Schedule II of the Companies Act 2013.
  - iii) Inventories are valued at the lower of cost or net realizable value.
  - iv) Foreign currency transactions are accounted for at the rates prevailing or contracted at the time of the transaction.
  - v) Sales are accounted for on the basis of base price plus GST as applicable.
  - vi) Income from Annual Maintenance Contracts is prorated over the period of the contracts.
16. The Company follows the policy of pro-rating the income earned from Annual Maintenance contracts over the period of maintenance. As at 31st March 2025, an amount of Rs.0.93 lacs (2024- Rs. 0.83 lacs) has been carried forward to the next year representing unexpired maintenance contracts.
17. The provisions relating the licensed and installed capacity are not applicable to the Company.
18. a) The outstanding guarantees given to banks on 31.3.25 is Rs nil (2024- Nil).  
b) Claims against the Company not acknowledged as debts - Rs Nil (2025- Nil)
19. Provision for Gratuity has been made in the accounts on the basis of actual amounts payable to eligible employees at the end of the accounting year as due to the negligible number of employees actuarial valuation is not called for. There is no year-end liability on account of Leave Salary.
20. The Company owes an amount of Rs 0.28 lacs (previous year Rs 4.45 lacs) to medium small scale and Micro Enterprises.

**21. Shares held by promoters at the end of the year 31<sup>st</sup> March 2025**

S. No	Promoter name	No. of Shares as at 31.3.25	No. of Shares as at 31.3.24	%of total shares	%Change during the year
1	Mr. K.R. Das	6360	6360	6.36%	No change
2	Mr. S.R. Das	20710	20710	20.71%	No change
3	Mr. P. Gupta	12360	12360	12.36%	No change

**22. Trade Payable ageing Analysis Rupees in hundreds**

Particulars	Outstanding for following period from due date of payments				Amount in Rupees
	Less than 1 years	1-2 years	2-3 Years	More than 3 Years	Total
(i)MSME	297.43	0.00	0.00	0.00	297.43
(ii)Others	2,120.04	0.00	71.65	1,489.05	3,680.74
(iii)Disputed Dues	0.00	0.00	0.00	0.00	0.00
-MSMB	0.00	0.00	0.00	0.00	0.00
-Considered Good	0.00	0.00	0.00	0.00	0.00
(iv)Disputed Dues	0.00	0.00	0.00	0.00	0.00
-Others					
<b>Total</b>	<b>2,417.47</b>	<b>0.00</b>	<b>71.65</b>	<b>1,489.05</b>	<b>3,978.17</b>





23. Trade Receivable ageing Analysis Rupees in hundreds

Particulars	Outstanding for following period from due date of payments				
	Less than 6 months	6 months to 1 year	1-2 years	2-3 Years	More than 3 Years
	Rs.	Rs.	Rs.	Rs.	Rs.
Undisputed -Considered Good	3,756.75	nil	0.01	-2.95	48.13
Undisputed considered doubtful	Nil	nil	Nil	Nil	Nil
Disputed considered good	Nil	nil	Nil	Nil	Nil
Disputed considered doubtful	Nil	nil	Nil	Nil	Nil

24. The Company has not given any loan to its Directors during the year (Previous Year – Rs Nil)

25. Ratios as under:-

		2024-25	2023-24	Reasons for change
(a)	Current Ratio.	2.97	2.50	due to surplus in current year
(b)	Debt-Equity Ratio.	0.28	1.19	Due to surplus in current year and repayment of loans
(c)	Debt-Service Coverage Ratio.	0.15	0.20	due to surplus in current year
(d)	Return on Equity Ratio.	0.43	0.72	Due to surplus in the current year
(e)	Inventory turnover ratio.	0.04	0.03	No change
(f)	Trade Receivables turnover ratio.	0.07	0.17	Due to increase in receivables
(g)	Trade Payable turnover ratio.	0.15	0.19	Due to increase in payables
(h)	Net Capital turnover ratio	0.34	0.18	Due to increase in net capital for current year's surplus
(i)	Net profit ratio	0.14	0.13	No change
(j)	Return on Capital employed	0.43	0.72	Due to increase in net capital for surplus in the current year
(k)	Return on investment	0.84	0.82	Due to increase in net capital for surplus in the current year

26. The Company has a single business and geographical segment of operation.

27. Asset Impairment - As required by AS-28, in the opinion of the management, the net realisable value of the Fixed Assets is in excess of the written down value of the assets and there is no impairment loss in the value of fixed assets.

28. The Company does not have any earnings in foreign exchange (Previous Year – Rs Nil)

29. The amount of borrowing cost capitalized during the year is NIL (PY: NIL)

30. Contingent Liability: NIL (PY: NIL)

31. The borrowings from banks and financial institutions have been used for the specific purpose for which they were taken as at the Balance Sheet date 31/03/2025

32. The Company does not own any immovable properties.

33. The Company has not revalued its Plant and Equipment during the year

34. No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

35. The Company is not a declared wilful defaulter by any bank or financial Institution or other lender.



36. The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956

37. The Company does not have any charges yet to be registered with Registrar of Companies beyond the statutory Period.

38. The Company does not have any subsidiaries and hence the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 does not apply.

39. The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

- i) 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
- ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

B) The Company has not received any fund from any person(s) or entity (ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall

- (i) 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
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

40. The Company does not have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961

41. The Company is not covered under section 135 of the Companies Act 2013 relating to CSR.

42. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

43. Payment to Auditors Rupees in hundreds

	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024
Audit Fees	130.00	130.00
Tax Audit Fees	0.00	0.00
Other Matters	30.00	30.00

44. Deferred Tax for the Year Rupees in hundreds

	31-3-2025	31-3-2024
Deferred Tax Assets for Depreciation	38.49	41.60
Deferred Tax Assets for Timing difference on expenses	163.80	509.17
Net deferred Asset for the year	202.29	550.77
Opening Deferred Tax Liability	2,183.51	1632.74
Closing deferred Tax liability	2385.80	2183.51

45. The transactions with related parties are as below: Rupees in hundreds

Name	Relation	Nature	2024-25	2023-24
Kamal Ranjan Das	Director	Interest	NIL	12.00
Sujoy Ranjan Das	Director	Interest	225.00	300.00
Anandajit Ray	Related	Interest	300.00	525.00

46. COVID-19 - The spread of COVID-19 has affected the business operations of the Company, post the lock down in various geographies. The Company has taken various measures in consonance with the Government advisories to contain the pandemic, which included closing of manufacturing facilities across the Company. Given the uncertainty of quick turnaround to normalcy, post lifting of the lock down, the Company has carried out a comprehensive assessment of possible impact on its business operations, financial assets, contractual obligations and its overall liquidity position, based on the internal and external sources of information and application of reasonable estimates. The Company does not foresee any significant incremental risk to the recoverability of its assets or in meeting its financial obligations over the foreseeable future, given early and required steps taken to contain, protect and mitigate the exposure. Pursuant to the relaxed guidelines, the Company has now resumed its operations; however, some of the staff continues to operate from home. Since the situation is continuously evolving, the impact assessed in future may be different from the estimates made as at the date of approval of these consolidated financial statements. Management will continue to monitor any material changes arising due





to the impact of this pandemic on financial and operational performance of the Company and take necessary measures to address the situation.

47. The figures of the previous year have been recast, regrouped and rearranged wherever necessary and the figures have been rounded up to the nearest rupees in hundreds

Signatories to Notes 1 to 47

Subject to our separate report

For P. Mukhopadhyay & Co  
Chartered Accountants

Firm Regn.No.302085E



S.R. Das

Kolkata 28<sup>th</sup> July 2025



P. Gupta



Subhas Mukhopadhyay  
Partner ✓

Membership No: 050384

UDIN: 25050384 BM XI BF8557