

DELOITTE CONSULTING INDIA PRIVATE LIMITED
BOARD'S REPORT

To the Members,

The 20th Annual Report is being presented on the business and operations of the Company together with the Audited Financial Statements for the year ended 31st March 2019.

1. Financial Highlights (Standalone and Consolidated)

The standalone and consolidated financial statements for the financial year ended 31st March 2019, forming part of this Annual Report, have been prepared in accordance with the Indian Accounting Standards (Ind - AS).

Standalone Financial Results:

The key highlights of the audited standalone financial results of the Company for the financial year 2018-2019 are provided below:

Particulars	(₹ Lakhs)	
	Year ended 31 st March 2019	Year ended 31 st March 2018
Turnover	542,205	428,809
Total Income	550,157	434,694
Profit before tax	85,014	66,525
Tax expense	30,011	21,931
Profit after tax	55,003	44,594
Earnings Per Share - Basic and diluted (₹)	18,962	15,373

Consolidated Financial Results:

The key highlights of the audited consolidated financial statements incorporating the duly audited financial statements of Deloitte Special Projects India Private Limited, wholly owned subsidiary of the Company, for the financial year 2018-2019 are provided below:

Particulars	(₹ Lakhs)	
	Year ended 31 st March 2019	Year ended 31 st March 2018
Turnover	542,893	429,498
Total Income	542,949	428,763
Profit before tax	74,221	55,998
Tax expense	30,011	21,931
Profit after tax	44,210	34,067
Earnings Per Share - Basic and diluted (₹)	15,241	11,744

Report on performance and financial position of Deloitte Special Projects India Private Limited:

Deloitte Special Projects India Private Limited is the wholly owned subsidiary of the Company as on 31st March 2019. There has been no material change in the nature of the business of Deloitte Special Projects India Private Limited.

2. Summary of operations

- During the year, the net revenue from operations of the Company increased by 26.44%, from ₹ 4,28,809 Lakhs to ₹ 5,42,205 Lakhs.
- The Company's profit after tax stood at ₹ 55,003 Lakhs vis-à-vis ₹ 44,594 Lakhs in the previous year, registering a growth of 23.34%.

3. Transfer to Reserves

The Company does not propose to transfer any amount to the reserves.

4. Material changes and commitments affecting the Financial position of the Company

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

5. Brief description of the state of the Company's affairs during the year

There has been a sustained growth in the business of the Company. Details of the financial performance of the Company are given above.

6. Nature of business

The Company provides consultancy and related support services including technology support, technical, professional and business consultancy to Deloitte Consulting India Projects LLC.

There has been no change in the objects of the Company. Business is being conducted as per the objectives described in the Memorandum of Association of the Company. There has been no material change in the line or nature of business that the Company is operating in.

7. Dividend

The Board of Directors of the Company does not recommend payment of dividend for the year ended 31st March 2019.

8. Changes in Share Capital and Equity

As on 31st March 2019, the shares of your Company are held by the following shareholders:

Name of Shareholder	Shareholding in Percentage
DC Outsourcing Netherlands BV	68.65 %
DC Outsourcing Holding BV	0.40%
Deloitte Consulting LP	29.95%
D&T Services GP LLC	1.00 %

During the financial year 2018 -19, no fresh equity shares were issued or allotted. There was no change in the Share capital and Equity structure of the Company during the reporting period.

9. Board of Directors and Key Managerial Personnel

Composition of the Board:

The Board is constituted as per the provisions of the Companies Act, 2013. The Board at present comprises of the following directors:

#	Name of the Director	Director Identification Number	Title
1	Mr. Craig Hodgetts Anthony	06685869	Director
2	Mr. Ajit Kumar Nema	06977890	Director
3	Mr. Kimberly Anne Porter	07493627	Director
4	Mr. Roland Steven Summers Jr	07500749	Director
5	Mr. Rajat Agarwal	08061334	Director
6	Mr. Dheeraj Sharma	08070875	Director
7	Mr. Ryan Christopher Jones	08274257	Additional Director (Regularization as Director in this AGM)
8	Mr. Walter Anthony Sokoll	08274303	Additional Director (Regularization as Director in this AGM)
9	Mr. Bruce McKee Stewart	02325223	Additional Director (Regularization as Director in this AGM)

Details of directors who were appointed or have resigned during the year:

Mr. Marc Kaplan	Resigned with effect from 25 th September 2018
Mr. David Couture	Resigned with effect from 25 th September 2018
Mr. Walter Anthony Sokoll	Appointed with effect from 5 th November 2018
Mr. Ryan Christopher Jon	Appointed with effect from 5 th November 2018
Mr. Bruce McKee Stewart	Appointed with effect from 12 th July 2019

During the Financial Year 2018-19, Mr. Walter Anthony Sokoll (DIN: 08274303) and Mr. Ryan Christopher Jon (DIN: 08274257) were appointed as Additional Directors with effect from 5th November 2018. After the Financial Year 2018-19, Mr. Bruce McKee Stewart (DIN: 02325223) was appointed as Additional Director with effect from 12th July 2019. The term of appointment of the Additional Directors is up to the ensuing Annual General Meeting. The Board recommends their appointment at the ensuing Annual General Meeting of the Company and the same is mentioned in the Notice of AGM, for the approval of members.

The Company has received and taken on record, the requisite disclosures and undertakings from all the Directors in compliance with the provisions of the Companies Act, 2013.

10. Particulars of employees pursuant to Section 197

The provisions of Section 197 of the Companies Act 2013, read along with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 are not applicable to Private Companies.

11. Meetings of the Board

The Board of Directors of the Company held regular Board meetings throughout the year at regular intervals in compliance with Companies Act, 2013.

All the Board of Directors fulfilled the attendance criterion laid down under the Companies Act (every director has attended the meeting at least once during the financial year). Notice of the Board meeting is given well in advance to all the Directors and the agenda is circulated at least seven days in advance before the date of meeting. Explanatory notes and detailed statements giving clarification on the agenda items are included in the meeting agenda.

The Board of Directors met four times in the year. Dates on which Board meetings were held are:

Meeting No.	Date of Board Meeting
1	July 12, 2018
2	September 24, 2018
3	December 13, 2018
4	March 19, 2019

Attendance of the Directors for the Board for the Board Meetings are as follows:

Date of the Meeting	Total Number of Directors	Directors in Attendance
July 12, 2018	8	7
September 24, 2018	8	5
December 13, 2018	8	8
March 19, 2019	8	8

The Corporate Social Responsibility Committee (CSR) met on March 19, 2019. The quorum for the meeting was formed between 3 CSR Committee members.

12. Managerial Remuneration

The Company had 08 Directors as on March 31, 2019. Details of remuneration paid to the Directors during the financial year are available in Note 25 of the Standalone Financial Statements for the financial year 2018-2019 which are attached herewith.

13. Details of Subsidiary/Joint Ventures/Associate Companies

The Company has a wholly owned subsidiary 'Deloitte Special Projects India Private Limited'.

Details regarding the subsidiary Company:

Serial	Particulars	Details
1	Name of the Company	Deloitte Special Projects India Private Limited
2	CIN Number of the Company	U74140TG2014PTC094207
3	Date of Incorporation	May 27, 2014
4	Percentage Shareholding	99.99%
5	Registered Office	Deloitte Tower 1, Floor No. 3, Survey No. 41, Gachibowli Village, Hyderabad, Rangareddi, Telangana – 500032, India.
6	Authorized Capital	₹ 100,000 /-
7	Paid up Capital	₹ 100,000 /-

Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014, statement containing salient features of the financial statement of subsidiary in form AOC-1 is enclosed to this report as **Annexure-II**.

The Company does not have any associate companies or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013.

14. Statutory Auditors

M/s. Subbarao Vamanan & Co (Firm Registration No. 004086S), Chartered Accountants was appointed as Statutory Auditor of the Company in the 19th Annual general meeting of the Company for a period of five years.

15. Internal financial controls over financial reporting

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

An Internal Audit group acts as an independent internal team that reviews internal controls, operating procedures and systems. During the year, the internal audit team was in continuous evaluation of the internal control systems and mechanism.

16. Extract of the Annual Return as provided undersub section 3 of section 92 in form MGT-9

Pursuant to Section 92(3) and Section 134(3) (a) of the Companies Act, 2013, extract of the Annual Return as on March 31, 2019 in form MGT-9 is enclosed to this report (**Annexure-I**). The copy of the Annual Return is also made available at <https://www2.deloitte.com>.

17. Director's Responsibility Statement

The Directors of the Company state that: -

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit 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; and
- e) 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.

18. Board's comments on the remarks made by the Auditor in Auditors Report

The Directors have taken on record the Auditors' Report on the financial statements for the year ended 31st March 2019. The Auditors' Report is self- explanatory and has no qualification, reservation, disclaimer or adverse remarks on the financial statements.

19. Particulars of Loans, Advances, Guarantees and Investments

Pursuant to Section 186 of Companies Act, 2013, disclosure on particulars relating to loans, advances, guarantees and investments are provided as part of the financial statements.

20. Risk management Policy

The Board of Company is vigilant of the market conditions and the general economic trends and finds no trends or elements of risks that may threaten the existence of the Company. In view of risk management, the Company has internal auditors, internal controls and compliance teams who work independently to review risk and controls of the Company.

21. Information Required under Sexual Harassment of Women at Work place (Prevention, Prohibition & Redressal) Act, 2013

Pursuant to the legislation 'The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013', the Company has a policy and framework for employees to report sexual harassment cases at workplace and its process ensures complete anonymity and confidentiality of information. Adequate workshops and awareness programs against sexual harassment are conducted across the organization.

The Company is in compliance under the 'The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013' in India and its provisions relating to the constitution of Internal Complaints Committee. The Internal Complaints Committee follows the principle of natural justice and ensures a fair and impartial enquiry process.

Your Directors further state that during the year under review, there were was one case filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

22. Particulars of contracts or arrangements with related parties

During the year, the Company has not entered into any material transactions with Related Parties which require disclosure in this Report in terms of the provisions of Section 188(1) of the Act. Accordingly, the disclosure required u/s 134(3) (h) of the Act in Form AOC-2 is not applicable to the Company.

Details of Related Party Transactions as required to be disclosed by Indian Accounting Standard (Ind- AS) – 24 in "Related Party Disclosures" specified under Section 133 of the Act read with the rules thereunder, are given in Note 25 of the Standalone financial statements.

23. Conservation of energy, technology absorption & foreign exchange earnings & outgo

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are annexed herewith. **(Annexure-III)**

24. Transfer of Amounts to Investor Education and Protection Fund (IEPF)

Pursuant to Section 125 of the Companies Act 2013 there is no unpaid or unclaimed fund in the Company, to be transferred to IEPF.

25. Corporate Social Responsibility (CSR)

The Corporate Social Responsibility Committee (CSR Committee) of the Company has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has been approved by the Board.

The Annual Report on CSR activities is enclosed as per prescribed format as **Annexure-IV** and forms part of this report.

26. Deposits

The Company has not accepted any deposit during the financial year 2018-19 within the meaning of Section 73 of the Companies Act, 2013.

27. Details of significant and material orders passed by the Regulators/Courts/Tribunals impacting the going concern status and the Company's operations in future

There are no significant and material orders passed by the Regulators/Courts/Tribunals which would impact the going concern status of the Company and its future operations.

28. Maintenance of cost records

The provisions pertaining to maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, are not applicable to the Company.

29. Secretarial Standards of ICSI

Pursuant to the approval given on 10 April 2015 by the Central Government to the Secretarial Standards specified by the Institute of Company Secretaries of India, the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) came into effect from 1 July 2015. The said standards were further amended w.e.f. 1 October 2017.

Further, in relation to the declaration and payment of dividend and matters related thereto, the ICSI has introduced Secretarial Standard on Dividend (SS-3) effective from 1st January 2018 and in order to promote the standard practices in the preparation of Board's Report, the ICSI has issued the Secretarial Standard on Report of Board of Directors (SS-4) effective from October 1, 2018 on Voluntary adoption by the Companies.

The Company is in compliance with the applicable Secretarial Standards.

30. Acknowledgment

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from clients, vendors and members during the year under review and wish to place on record their deep sense of appreciation for the committed services by the Company's personnel.

For and on behalf of the Board of Directors of
Deloitte Consulting India Private Limited

Sd/-

Director: Ajit Kumar Nema

DIN: 06977890

Place: Udaipur

Date: September 13, 2019

Sd/-

Director: Rajat Agrawal

DIN: 08061334

Place: Udaipur

Date: September 13, 2019

FORM NO. MGT-9**EXTRACT OF ANNUAL RETURN FOR THE FINANCIAL YEAR ENDED ON 31-03-2019**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I.REGISTRATION AND OTHER DETAILS:

i.	CIN	U72900TG2000PTC039976
ii.	Registration Date	15-03-2000
iii.	Name of the Company	Deloitte Consulting India Private Limited
iv.	Category	Company Limited by Shares
v.	Sub-Category of the Company	Indian Non-Government Company
vi.	Address of the Registered office and contact details	Floor 4, Deloitte Tower 1, Survey No. 41, Gachibowli Village, Hyderabad, Rangareddi, Telangana – 500032, India.
vii.	Whether listed company	No
viii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

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.	Name and Description of main products/Services	NIC Code of the product/service	% to total turnover of the company
1	Carry on the business of management consultants, advisors, managers, solution providers and in particular to provide consultancy services for all types of businesses and organizations, assist in corporate management, carry on the development and training of personnel at various levels of management, act as business managers and developers and to engage and be engaged to research into and provide solutions for all problems relating to business management including production, distribution, marketing and sales, personnel and finance, to collect, prepare and distribute information and statistics relating to any type of business or industry and to promote or propose such methods, procedures and measures as may be considered desirable or beneficial.	6201 (Under the Head 620 of National Industrial Code, 2008)	100

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
1	DC Outsourcing Netherlands BV	Not applicable	Holding Company	68.65	2(46)
2	Deloitte Special Projects India Private Limited	U74140TG2014PTC094207	Subsidiary company	99.99	2(87)

III.SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i.Category-wise Share Holding

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	
A. Promoter									
<i>1) Indian</i>									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Government	-	-	-	-	-	-	-	-	-
d) Bodies Corp	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1): -	-	-	-	-	-	-	-	-	-
<i>2) Foreign</i>									
g) NRIs-Individuals	-	-	-	-	-	-	-	-	-
h) Other-Individuals	-	-	-	-	-	-	-	-	-
i) Bodies Corp.	-								
j) Banks / FI	-								
k) Any Other....	-								

Sub-total(A)(2): -	-								
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Trust	-	-	-	-	-	-	-	-	-
Sub-total(B)(1)			-	-			-	-	-
2. Non-Institutions									
a) Bodies Corp.									
(i) Indian		-	-	-	-	-	-	-	-
(ii) Overseas		2,90,076	2,90,076	100	-	2,90,076	2,90,076	100	0
b) Individuals	-	-	-	-	-	-	-	-	-
(i) Individual shareholders holding nominal share capital upto ₹. 1 lakh									
(ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh									
c) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)									

Total Public Shareholding (B)=(B)(1) + (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	2,90,076	2,90,076	100	-	2,90,076	2,90,076	100	0

ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
								% change in shareholding during the year
-----NA-----								
	Total							

iii. Change in Promoters' Shareholding (please specify, if there is no change)

Sr. no		Shareholding at the beginning 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
	At the beginning of the year	-----NA-----			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the End of the year				

iv. Indebtedness of the Company including interest outstanding/accrued but not due for payment

(₹ in thousands)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	-	-	-
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total(i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
- Addition				
- Reduction				
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	-	-	-

IV. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors, Executive Director and/or Manager:

(₹. In lakhs)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager/ Executive Director				Total Amount
		Ajit Kumar Nema	Rajat Agarwal	Dheeraj Sharma		
1.	Gross salary (a)Salary as per provisions contained in section17(1) of the Income-tax Act,1961 (b)Value of perquisites u/s 17(2) Income-tax Act, 1961 (c)Profits in lieu of salary undersection17(3) Income- taxAct,1961	264	135	165		564
2.	Stock Option	-	-			
3.	Sweat Equity	-	-			
4.	Commission - as% of profit - others, specify	-	-			
5.	Others, please specify	-	-			
6.	Total(A)	264	135	165		564
	Ceiling as per the Act	-	-			

B. Remuneration to other directors:

Sl. No	Particulars of Remuneration	Name of the Director(s)							Total Remuneration
		Craig Hodgetts	David Couture*	Marc Kaplan*	Kimberly Anne Porter	Roland Steven Summers Jr.	Ryan Jones**	Walter Sokoll*	
	<u>Independent Directors</u>	-	-	-	-	-	-		
	· Fee for attending board committee meetings								
	· Commission								
	· Others, please specify								
	Total (1)	-	-	-	-	-	-		
	<u>Other Non-Executive Directors</u>	-	-	-	-	-	-		
	· Fee for attending board committee meetings	-	-	-	-	-	-		
	· Commission	-	-	-	-	-	-		
	· Others, please specify								
	Total (2)	-	-	-	-	-	-		
	Total(B)= (1+2)	-	-	-	-	-	-		
	Total Managerial Remuneration	-	-	-	-	-	-		
	Overall Ceiling as per the Act	-	-	-	-	-	-		

* David Couture and Marc Kaplan resigned from Directorship on 25th September 2018

** Ryan Jones and Walter Sokoll were appointed to the Board w.e.f. 5th November 2018

Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

(₹. Lakhs)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
				Total
1.	Gross salary (a)Salary as per provisions contained in section17(1) of t Income-tax Act,1961 (b)Value of perquisites u/s 17(2) Income-tax Act,1961 (c)Profits in lieu of salary under section 17(3) Income-tax Act,1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as% of profit -others, specify...	-	-	-
5.	Others, please specify	-	-	-
6.	Total	-	-	-

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)
A. Company					
Penalty			-----NA-----		
Punishment			-----NA-----		
Compounding			-----NA-----		
B. Directors					
Penalty			-----NA-----		
Punishment			-----NA-----		
Compounding			-----NA-----		
C. Other Officers in Default					
Penalty			-----NA-----		
Punishment			-----NA-----		
Compounding			-----NA-----		

For and on behalf of the Board of Directors of
Deloitte Consulting India Private Limited

Sd/-

Director: Ajit Kumar Nema

DIN: 06977890

Place: Udaipur

Date: September 13, 2019

Sd/-

Director: Rajat Agrawal

DIN: 08061334

Place: Udaipur

Date: September 13, 2019

Annexure-II**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiary

(Rs. Lakhs)

1.	Sl. No.	1
2.	Name of the subsidiary	Deloitte Special Projects India Private Limited
3.	The date since when subsidiary was acquired	May 27, 2014
4.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	Not Applicable
5.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Indian Rupee
6.	Share Capital	1
7.	Reserves and surplus	(38,843)
8.	Total assets	1,543
9.	Total liabilities	40,385
10.	Investments	Nil
11.	Turnover	689
12.	Profit/(loss) before taxation	(10,794)
13.	Provision for taxation	Nil
14.	Profit /(loss) after taxation	(10,794)
15.	Proposed dividend	Nil
16.	Extent of shareholding (in percentage)	99.99%

For and on behalf of the Board of Directors of
Deloitte Consulting India Private Limited

Sd/-

Director: Ajit Kumar Nema

DIN: 06977890

Place: Udaipur

Date: September 13, 2019

Sd/-

Director: Rajat Agrawal

DIN: 08061334

Place: Udaipur

Date: September 13, 2019

Annexure III

(a) Conservation of energy

The operations of the company are not energy intensive. However adequate measures have been taken to conserve and reduce the energy consumption by using energy efficient hardware and other equipment.

(i)	the steps taken or impact on conservation of energy	Not Applicable
(ii)	the steps taken by the company for utilizing alternate sources of energy	
(iii)	the capital investment on energy conservation equipment's	

(b) Technology absorption

The company has not undertaken any R&D Activity in any specific area during the year under the review as it is not engaged in any of the specified activities.

The company continues to use state of the art technology for improving the productivity and quality of its services. To create adequate infrastructure, the company continues to invest in hardware and software.

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

(c) **Foreign exchange earnings and Outgo**

- a. Activities relating to exports, initiative taken to increase the exports, developments of new export markets for products and services and export plans

The Company is 100% EOU registered with STPI and engaged in export of Services.

- b. Total Foreign exchange used and earned in Rupees

Particulars	(₹ Lakhs)	
	Year ended 31 st March 2019	Year ended 31 st March 2018
Expenditure in Foreign Currency	40,695	28,038
Earnings in Foreign Currency	501,200	401,471

For and on behalf of the Board of Directors of

Deloitte Consulting India Private Limited

Sd/-

Director: Ajit Kumar Nema

DIN: 06977890

Place: Udaipur

Date: September 13, 2019

Sd/-

Director: Rajat Agrawal

DIN: 08061334

Place: Udaipur

Date: September 13, 2019

Deloitte Consulting India Private Limited

Board's report on Corporate Social Responsibility (CSR) activities for the financial year 2018-19

- 1 **A brief outline of the Company's CSR policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs and the composition of the CSR Committee.**

Brief outline of the Company's CSR policy: Pursuant to Section 135 of the Companies Act, 2013, the Corporate Social Responsibility Committee of the Board had approved a CSR Policy. The CSR policy of Deloitte is governed with a focus on education, employability, environmental sustainability and animal welfare with primary emphasis on promoting education in India, including giving special attention towards education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled. The primary objective of the CSR policy is to govern and enhance employability of the future generations and enhance the sustainability of the non-profit organizations.

Reference to the web-link to the CSR Policy: The CSR policy is made available at <https://www2.deloitte.com>

Composition of the CSR Committee: The CSR Committee of the Board comprises of three Directors as its members:

- a. Mr. Craig Hodgetts - Chairman
- b. Mr. Ajit Nema - Member
- c. Mr. Rajat Agarwal - Member

		(₹ in Lakhs)
2	Average net profit of the Company for the last three financial years	53,673
3	Prescribed CSR Expenditure (@ 2% of Avg. Net Profit)	1,073
4	Details of CSR Spent during the financial year:	
a.	Total amount spent for the financial year	1,140
b.	Amount unspent, if any	0
c.	Manner in which the amount is spent during the financial year	Details given below

1. **Note: Total amount spent for the financial year 2018-2019 includes carry forward amount of ₹ INR 552,430 from the previous year (FY 2017-2018) and explained in Clause 3.*

2. Details of amount spent on CSR activities during the financial year 2018-19

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	CSR project or activities identified	Sector in which the Project is covered	Projects or Programs 1. Local Area or other 2. State and District where the program was undertaken	Amount Outlay (Budget) project or program wise (₹ in lakhs)	Amount spent on the projects or programs (₹ in lakhs) Sub-heads: 1.Direct expenditures on the projects or programs) 2.Overheads	Cumulative expenditure up to the reporting period (₹ in lakhs)	Amount Spent: Direct or through Implementing Agencies (with details of the Implementing Agency)
1	Diya Foundation - Life skills training for 15 adults with intellectual challenges	Education	Bengaluru	8	8	8	United Way of Hyderabad & United Way of Bengaluru (implementing agency)
2	Bangalore Hospice Trust- Karunashraya - Medical Care for 62 End-Stage Cancer Patients	Health	Bengaluru	13	13	13	United Way of Hyderabad & United Way of Bengaluru (implementing agency)
3	Samarthanam Trust for Disabled - A-Z Primary school education	Education	Bengaluru	17	17	17	United Way of Hyderabad & United Way of Bengaluru (implementing agency)
4	Sparsha Trust - Nisarga Grama - A Multi-Dimensional Development Centre for 215 underprivileged Children	Education	Bengaluru	6	6	6	United Way of Hyderabad & United Way of Bengaluru (implementing agency)
5	Milana - Medical, Nutrition and Educational support for 100 HIV Infected Children	Education	Bengaluru	8	8	8	United Way of Hyderabad & United Way of Bengaluru (implementing agency)
6	Asha Charitable	Education	Bengaluru	5	5	5	United Way of Hyderabad

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
	Trust - Provides education along with a comprehensive set of therapies to 60 Children						& United Way of Bengaluru (implementing agency)
7	Anugrah Seva Mandal - School support program for 70 destitute children in Ambernath	Education	Mumbai	3	3	3	United Way of Hyderabad & United Way of Mumbai (implementing agency)
8	Oscar Foundation - Football life-skills Programme for 100 children from underprivileged communities	Education	Mumbai	7	7	7	United Way of Hyderabad & United Way of Mumbai (implementing agency)
9	National Society For Equal Opportunities For the Handicapped, Indi (NASEOH) - Mainstreaming 10 persons with disability (Revitalizing PCO Booths operated by persons with disabilities in Mumbai)	Empowerment	Mumbai	4	4	4	United Way of Hyderabad & United Way of Mumbai (implementing agency)
10	The Opentree Foundation – Toybank - Early childhood development program for 2917 children across 32 impact centres	Education	Mumbai	5	5	5	United Way of Hyderabad & United Way of Mumbai (implementing agency)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
11	Vidya Integrated Development for Youth and Adults - Beyond School Programme supporting 65 students	Education	Mumbai	9	9	9	United Way of Hyderabad & United Way of Mumbai (implementing agency)
12	Kinship for Humanitarian, Social and Holistic Intervention in India (KHUSHII) - Swatantra Shikshaantra supporting 300 children	Education	Delhi	13	13	13	United Way of Hyderabad & United Way of Delhi (implementing agency)
13	Literacy India - Impacting 350 students for academic support, 150 women\youth for skill development	Education	Delhi	24	24	24	United Way of Hyderabad & United Way of Delhi (implementing agency)
14	Blue cross of Hyderabad - Animal Birth Control and Anti Rabies Vaccination Program benefiting 3000+ animals	Animal Welfare		38	38	38	United Way of Hyderabad (implementing agency)
15	Centre for Social Service - Sustenance program for the residential school for 575 orphaned girls	Education	Hyderabad	48	48	48	United Way of Hyderabad (implementing agency)
16	Dwarakamayee Seva Samhiti - Residential Care for 50	Education	Hyderabad	11	11	11	United Way of Hyderabad (implementing agency)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
	destitute Children						
17	Vidya Integrated Development for Youth and Adults - VT of mothers of children coming to Vidya school	Empowerment	Delhi	6	6	6	United Way of Hyderabad & United Way of Delhi (implementing agency)
18	Action for Autism - Special education / Vocation training for children and adults with autism	Empowerment	Delhi	5	5	5	United Way of Hyderabad & United Way of Delhi (implementing agency)
19	Khushii - Sponsorship towards teacher's salary for 5 months	Education	Delhi	3	3	3	United Way of Hyderabad & United Way of Delhi (implementing agency)
20	Samridhdhi Trust - Bridge program @ Munekolala, Marathahalli (150 children)	Education	Bengaluru	6	6	6	United Way of Hyderabad & United Way of Bengaluru (implementing agency)
21	Samridhdhi Trust - Bridge program @ Nallurhalli	Education	Bengaluru	7	7	7	United Way of Hyderabad & United Way of Bengaluru (implementing agency)
22	Freedom Foundation - Comprehensive residential care including nutrition, treatment & education for children abandoned &	Education	Bengaluru	7	7	7	United Way of Hyderabad & United Way of Bengaluru (implementing agency)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
	orphaned due to HIV/AIDS.						
23	Pratham - Support for one second chance center (150 children)	Education	Hyderabad	22	22	22	United Way of Hyderabad (implementing agency)
24	Born learning - Born Learning is a United Way Worldwide program aiming at the overall well-being and development of the new born in its most formative years (0-6 years) of growth and development, which often gets neglected. 13 schools	Education	Delhi	33	33	33	United Way of Hyderabad & United Way of Delhi (implementing agency)
25	Lotus Petal Foundation - To provide children with fractured education from under privileged background a comprehensive fast track program of education and skills which enables them to achieve employment in the formal job market	Education	Delhi	50	50	50	United Way of Hyderabad & United Way of Delhi (implementing agency)
26	Jyotirgamaya - Scholarship Program - To enable meritorious underprivileged children to	Education	Delhi	22	22	22	United Way of Hyderabad & United Way of Delhi (implementing agency)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
	complete their higher education/ vocational training. To provide career guidance and support to the beneficiaries.						
27	Samridhdhi Trust - Bridge Program @ Munnekolala & Nellurahalli, ASP Project Brookfield and Begur, Scholarship support for Low income family children studying in various Private schools in Bangalore (440 children)	Education	Bengaluru	83	83	83	United Way of Hyderabad & United Way of Bengaluru (implementing agency)
28	Refurbishment & renovation of 9 Government schools in and around Marathahalli Yamaluru (1350 beneficiaries)	Education	Bengaluru	144	144	144	United Way of Hyderabad & United Way of Bengaluru (implementing agency)
29	Born Learning campaign - Continue support of 20 Anganwadi's in the Yemlur and Kempapura area (2000 beneficiaries)	Education	Bengaluru	25	25	25	United Way of Hyderabad & United Way of Bengaluru (implementing agency)
30	Freedom Foundation - Comprehensive residential care including nutrition,	Education	Bengaluru	23	23	23	United Way of Hyderabad & United Way of Bengaluru

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
	treatment & education for children abandoned & orphaned due to HIV/AIDS (120 beneficiaries)						(implementin g agency)
31	Ashadeep Association - Shakti - Support for learning centre and children's day care	Education	Hyderabad	32	32	32	United Way of Hyderabad (implementin g agency)
32	Arpan - Personal safety - Protection from child sexual abuse		Mumbai	11	11	11	United Way of Hyderabad & United Way of Mumbai (implementin g agency)
33	International Justice Mission - Infrastructure support at Deonar (minor) home (Residential home & Kitchen refurbishment)	Empowerment	Mumbai	67	67	67	United Way of Hyderabad & United Way of Mumbai (implementin g agency)
34	SEED Foundation - Slum Education and Empowerment Drive in 2 centre's	Education	Mumbai	14	14	14	United Way of Hyderabad & United Way of Mumbai (implementin g agency)
35	The Opentree Foundation – Toybank - Supporting 88 Play Centres for 12,713 Children	Education	Mumbai	27	27	27	United Way of Hyderabad & United Way of Mumbai (implementin g agency)
36	Vidya Integrated Development	Education	Mumbai	18	18	18	United Way of Hyderabad & United Way

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
	for Youth and Adults - Beyond School Program at Indira Nagar 2018-2019						of Mumbai (implementing agency)
37	Youth for Seva - To provide 8 Abhyasika's (Free Study Center) for children in slums impacting approximately 320 children	Education	Hyderabad	15	15	15	United Way of Hyderabad (implementing agency)
38	Nayee Taleem - School system strengthen in Bahadurpura Mandal	Education	Hyderabad	40	40	40	United Way of Hyderabad (implementing agency)
39	Kerala Relief Project	Relief Project	Kerala	30	30	30	United Way of Hyderabad (implementing agency)
40	The Akshaya Patra Foundation (TAPF) - Mid-day meals	Education	Hyderabad	3	3	3	United Way of Hyderabad (implementing agency)
41	Centre for Social Service - Swayam Shakti (75 Beneficiaries)	Empowerment	Hyderabad	20	20	20	United Way of Hyderabad (implementing agency)
42	Lotus Petal Foundation - Special Education and Vocational Skilling of Youth\Adults with Autism	Education, Empowerment	Delhi	70	70	70	United Way of Hyderabad & United Way of Delhi (implementing agency)
43	Giggles Foundation - Rehabilitation and support to	Education	Delhi	4	4	4	United Way of Hyderabad & United Way of Delhi

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
	children with disabilities						(implementing agency)
44	Other projects	Education, Empowerment, Health, Animal welfare	Hyderabad, Mumbai, Delhi, Bengaluru	71	134	134	United Way of Hyderabad, United Way of Bengaluru, United Way of Mumbai, United Way of Delhi (implementing agency)
Total Direct Expenses				1025	1102	1102	
Total Administration Expenses				54	38	38	
Grand Total				1079	1140	1140	

3. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the reasons for not spending the amount

During the year under review, the Company has spent ₹ 1140 Lakhs towards CSR expenditure, which includes carry forward amount of INR 552,430 from the previous year (FY 2017-2018). Hence, out of the prescribed CSR spend of ₹ 1073 lakhs for FY 2018-19, the actual spend for the current year is ₹ 1140 Lakhs.

Responsibility statement:

The responsibility statement for CSR committee of the Board of Directors of the Company is reproduced below:

The implementation and monitoring of CSR policy is in compliance with CSR objectives and the policy of the Company.

For and on behalf of the Board of Directors of

Deloitte Consulting India Private Limited

Sd/-

Director: Ajit Kumar Nema

DIN: 06977890

Place: Udaipur

Date: September 13, 2019

Sd/-

Director: Rajat Agrawal

DIN: 08061334

Place: Udaipur

Date: September 13, 2019