

DELOITTE FINANCIAL ADVISORY SERVICES INDIA PRIVATE LIMITED
BOARD'S REPORT

To the Members,

The 18th 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 2021.

1. Financial Highlights

The financial statements for the financial year ended 31st March 2021, forming part of this Annual Report, have been prepared in accordance with the applicable Indian Accounting Standards (Ind - AS).

The key highlights of the audited financial results of the Company for the financial year 2020-2021 are provided below:

| Particulars | (₹ Lakhs) | |
|---|-------------------------------|--------------------------------|
| | Current Financial Year (2021) | Previous Financial Year (2020) |
| Revenue from Operation | 15,236 | 14,283 |
| Other Income | 317 | 599 |
| Profit/loss before Depreciation, Finance Costs, Exceptional items and Tax Expense | 2,630 | 2,534 |
| Profit /loss before Finance Costs, Exceptional items and Tax Expense | 2,359 | 2,198 |
| Less: Finance Costs | 136 | 173 |
| Profit /loss before Exceptional items and Tax Expense | 2,223 | 2,025 |
| Add/(less): Exceptional items | - | - |
| Profit /loss before Tax Expense | 2,223 | 2,025 |
| Less: Tax Expense (Current & Deferred) | 627 | 849 |
| Profit /loss for the year (1) | 1,596 | 1,176 |
| Total Comprehensive Income/(loss) (2) | 30 | 150 |
| Total (1+2) | 1,626 | 1,326 |
| Balance of profit /loss for earlier years | 9,525 | 8,349 |
| Less: Transfer to Reserves | - | - |
| Balance carried forward | 11,121 | 9,525 |

Note :

There are no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

2. Summary of operations

- During the year, the net revenue from operations of the Company increased by 5 %, from ₹ 14,882 Lakhs to ₹ 15,553 Lakhs.
- The Company's profit after tax stood at ₹1,596 Lakhs vis-à-vis ₹ 1,176 Lakhs in the previous year, registering a growth of 36%.

3. Transfer to Reserves

The Board of Directors of your company has decided not to transfer any amount to the Reserves for the year under review.

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

There have been no material changes and commitments, which affect the financial position of the company which have 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 financial advisory and other auxiliary support services to Deloitte Financial Advisory Services India Projects LP in terms of its Master Services Agreement ("MSA") dated May 31, 2015, and any amendments thereof.

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 2021.

8. Changes in Share Capital and Equity

As on 31st March 2021, the shares of your Company are held by the following shareholders:

| Name of Shareholder | Shareholding in Percentage |
|--|----------------------------|
| Deloitte Financial Advisory Services Mauritius | 99.998% |
| Deloitte Financial Advisory Services LLP | 00.002% |

During the financial year 2020-21, 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. Kevin Blaine Moss | 01715517 | Director |
| 2 | Mr. Ernest John Huntley IV | 03281882 | Director |
| 3 | Mr. John Arthur Walker | 03299246 | Director |
| 4 | Ms. Kerry Lynn Francis Jimerson | 08780531 | Director |
| 5 | Mr. Pashupati Kumar | 03279348 | Director |

Details of Directors who were appointed or has resigned during the year 2020-21:

| | |
|---------------------------------|--|
| Mr. John Micheal Trinta | Resigned with effect from June 04, 2020 |
| Mr. Gregory Charles Swinehart | Resigned with effect from September 19, 2020 |
| Mr. Bruce Stewart | Resigned with effect from March 01, 2021 |
| Ms. Kerry Lynn Francis Jimerson | Appointed as Additional Director w.e.f July 14, 2020 |

During the Financial Year 2020-21, Ms. Kerry Lynn Francis Jimerson (DIN: 08780531) was appointed as an Additional Director w.e.f. July 14, 2020. The regularization of Ms. Kerry Lynn Francis Jimerson (DIN: 08780531) was done in the Annual General Meeting of the Company held on 30th September 2020. No change occurred in the composition of the Board of Directors after the Financial Year 2020-21.

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 14, 2020 |
| 2 | September 16, 2020 |
| 3 | December 10, 2020 |
| 4 | March 26, 2021 |

Attendances of the Directors during the meetings are as follows:

| Date of the Meeting | Total Number | Directors in Attendance |
|----------------------------|---------------------|--------------------------------|
| July 14, 2020 | 6 | 3 |
| September 16, 2020 | 7 | 4 |
| December 10, 2020 | 6 | 5 |
| March 26, 2021 | 5 | 4 |

The Corporate Social Responsibility Committee (CSR) met once during the year. The attendance of the Members for the CSR meeting is as follows :

| Date of the Meeting | Total Number of Members | Members in Attendance |
|----------------------------|--------------------------------|------------------------------|
| September 9, 2020 | 4 | 2 |

12. Managerial Remuneration

The Company had 05 Directors as on March 31, 2021. Details of remuneration paid to the Directors during the financial year are available in Note 25 of the Financial Statements for the financial year 2020-2021 which are attached herewith.

13. Details of Subsidiary/Joint Ventures/Associate Companies

The Company has no Subsidiaries, Joint Ventures or Associate companies as defined in 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 15th Annual general meeting of the Company for a term 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 under sub 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, 2021 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/ui/en/pages/careers/articles/corporate-governance.html?icid=top_corporate-governance.

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 2021. 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 no cases 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-II)**

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-III** and forms part of this report.

26. Deposits

The Company has not accepted any deposit during the financial year 2020-21 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

The Company is in compliance with the applicable Secretarial Standards specified by the Institute of Company Secretaries of India.

30. Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year.

The Company does not have any pending application or proceeding under the Insolvency and Bankruptcy Code, 2016.

31. 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 Financial Advisory Services India Private Limited

Sd/-

Sd/-

Director: Kerry Lynn Francis Jimerson

Director: Pashupati Kumar Venkatraman

DIN: 08780531

DIN: 03279348

Place: San Francisco

Place: Bengaluru

Date : September 27, 2021

Date : September 27, 2021

FORM NO. MGT-9**EXTRACT OF ANNUAL RETURN FOR THE FINANCIAL YEAR ENDED ON 31-03-2021**

[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 | U74120TG2004PTC043418 |
| ii. | Registration Date | 07-06-2004 |
| iii. | Name of the Company | Deloitte Financial Advisory Services 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 11, Deloitte Tower 1, Survey No. 41, Gachibowli Village, Hyderabad, Rangareddy, 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 | To 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, | 6201 | 100 |

| | | | |
|--|---|--|--|
| | procedures and measures as may be considered desirable or beneficial. | | |
|--|---|--|--|

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 | Deloitte Financial Advisory Services Mauritius Holding, IFS Court, Twenty-Eight, Cybercity, Ebene, Mauritius | Not applicable | Holding Company (Company is based out of Mauritius) | 99.99 | 2(46) |

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 | - | 1,00,000 | 1,00,000 | 100 | - | 1,00,000 | 1,00,000 | 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) | - | 1,00,000 | 1,00,000 | 100 | - | 1,00,000 | 1,00,000 | 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 Share holding 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 Executive Director | Total Amount |
|----------------|---|-----------------------------------|---------------------|
| | | | |
| 1. | Gross salary (a)Salary as per provisions contained in section 17(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 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(A) | | |
| | Ceiling as per the Act | - | - |

B. Remuneration to other directors:

| Sl. No. | Particulars of Remuneration | Name of the Director(s) | | | | | Total Remuneration |
|---------|--|-------------------------|-----------------|-------------|-----------------|------------|--------------------|
| | | Kerry Francis | E.J. Huntley IV | John Walker | Pashupati Kumar | Kevin Moss | |
| | <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 | - | - | - | - | - | |

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

(₹. Lakhs)

| Sl. no. | Particulars of Remuneration | Key Managerial Personnel | | |
|---------|---|--------------------------|---|-------|
| | | | | Total |
| | Gross salary (a)Salary as per provisions contained in section 17(1) of 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 | - | - | - |
| | Stock Option | - | - | - |
| | Sweat Equity | - | - | - |
| | Commission - as% of profit -others, specify... | - | - | - |
| | Others, please specify | - | - | - |
| | Total | - | - | - |

V. 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 Financial Advisory Services India Private Limited

Sd/-

Sd/-

Director: Kerry Lynn Francis Jimerson

Director: Pashupati Kumar Venkatraman

DIN: 08780531

DIN: 03279348

Place: San Francisco

Place: Bengaluru

Date : September 27, 2021

Date : September 27, 2021

(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 2021 | Year ended 31 st March 2020 |
| Expenditure in Foreign Currency | 277 | 496 |
| Earnings in Foreign Currency | 15,236 | 14,283 |

For and on behalf of the Board of Directors of
Deloitte Financial Advisory Services India Private Limited

Sd/-

Sd/-

Director: Kerry Lynn Francis Jimerson

Director: Pashupati Kumar Venkatraman

DIN: 08780531

DIN: 03279348

Place: San Francisco

Place: Bengaluru

Date : September 27, 2021

Date : September 27, 2021

1. Brief outline on CSR Policy of the Company.

The Company's CSR activities revolve around five guiding principles – Impact, Partnerships, Affirmative Action, Communication, and Innovation.

The initiatives taken by the Company is in consonance with projects and programs relating to activities specified under Schedule VII to the Companies Act, 2013 ("Act") and Section 135 of the Companies Act, 2013.

2. Composition of CSR Committee:

| Sl. No. | Name of Director | Designation / Nature of Directorship | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|---------|-----------------------------|--|---|--|
| 1. | Kerry Lynn Francis Jimerson | Director | 1 | 1 |
| 2. | Pashupati Kumar Venkatraman | Director | 1 | 0 |
| 3. | John Arthur Walker | Director | 1 | 1 |
| 4. | Kevin Blaine Moss | Director | 0 | 0 |
| 5. | EJ Huntley | Director | 0 | 0 |

3. Provide the web-link where Composition of CSRcommittee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

https://www2.deloitte.com/ui/en/pages/careers/articles/corporate-governance.html?icid=top_corporate-governance

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report). **N/A**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

| Sl. No. | Financial Year | Amount available for set-off from preceding financial years (in Rs) | Amount required to be set-off for the financial year, if any (in Rs) |
|---------|----------------|---|--|
| 1 | N/A | | |
| 2 | | | |
| 3 | | | |
| | TOTAL | | |

6. Average net profit of the company as per section 135(5).: ₹ 218,329,208

7. (a) Two percent of average net profit of the company as per section 135(5):
₹ 4,366,584

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.: 0

(c) Amount required to be set off for the financial year, if any: 0

(d) Total CSR obligation for the financial year (7a+7b -7c).: ₹ 4,366,584

8. (a) CSR amount spent or unspent for the financial year:

| Total Amount Spent for the Financial Year. (in Rs.) | Amount Unspent (in Rs.) | | | | |
|---|--|-------------------|--|---------|-------------------|
| | Total Amount transferred to Unspent CSR Account as per section 135(6). | | Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5). | | |
| | Amount. | Date of transfer. | Name of the Fund | Amount. | Date of transfer. |
| ₹4,413,316 | - | - | - | - | - |

(b) Details of CSR amount spent against **ongoing projects** for the financial year:

| 1 | 2 | 3 | 4 | 5 | | 6 | 7 | 8 | 9 | 10 | 11 | |
|---------|----------------------|--|----------------------|--------------------------|-----------|-------------------|--|--|---|---|--|--------------------------|
| Sl. No. | Name of the Project. | Item from the list of activities in Schedule VII to the Act. | Local area (Yes/No). | Location of the project. | | Project duration. | Amount allocated for the project (in Rs.). | Amount spent in the current financial Year (in Rs.). | Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.). | Mode of Implementation - Direct (Yes/No). | Mode of Implementation - Through Implementing Agency | |
| | | | | State. | District. | | | | | | Name | CSR Registration number. |
| 1. | N/A | | | | | | | | | | | |
| 2. | | | | | | | | | | | | |
| 3. | | | | | | | | | | | | |
| | TOTAL | | | | | | | | | | | |

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

| (1) | (2) | (3) | (4) | (5) | | (6) | (7) | (8) | |
|---------|--|--|------------------------|--------------------------|-----------|--|--|---|--------------------------|
| Sl. No. | Name of the Project | Item from the list of activities in schedule VII to the Act. | Local area (Yes / No). | Location of the project. | | Amount spent for the project (in Rs.). | Mode of implementation on Direct (Yes/No). | Mode of implementation - Through implementing agency. | |
| | | | | State. | District. | | | Name. | CSR registration number. |
| 1. | Sri Vidhya's Center for the Special Children - Care and special education for children with moderate to severe | Promotion of education | Yes | Telangana | Hyderabad | 172,008 | No | United way of Hyderabad | CSR00001263 |

| | | | | | | | | | |
|----|---|---|-----|-----------|-----------|-----------|-----|---|-----------------------------|
| | cognitive disabilities | | | | | | | | |
| 2. | Swanthona - Holistic care and protection for children with moderate to severe cognitive disabilities. | Combating human immunodeficiency virus, acquired immune deficiency | Yes | Karnataka | Bengaluru | 507,342 | No | United way of Hyderabad and United way of Bengaluru | CSR00001263 and CSR00000324 |
| 3. | PM Cares | Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government or the State Governments for socio-economic development and relief and funds for the welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women | No | | | 3,700,000 | Yes | | |
| | TOTAL | | | | | 4,379,350 | | | |

(d) Amount spent in Administrative Overheads: ₹ 33,966

(e) Amount spent on Impact Assessment, if applicable (0): 0

(f) Total amount spent for the Financial Year (8b+8c+8d+8e):

₹ 4,413,316

(g) Excess amount for set off, if any

| Sl. No. | Particular | Amount (in Rs.) |
|---------|---|-----------------|
| (i) | Two percent of average net profit of the company as per section 135(5) | ₹ 4,366,584 |
| (ii) | Total amount spent for the Financial Year | ₹ 4,413,316 |
| (iii) | Excess amount spent for the financial year [(ii)-(i)] | ₹ 46,732 |
| (iv) | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | - |
| (v) | Amount available for set off in succeeding financial years [(iii)-(iv)] | ₹ 46,732 |

(d) (a) Details of Unspent CSR amount for the preceding three financial years:

| Sl. No. | Preceding Financial Year. | Amount transferred to Unspent CSRAccount under section 135 (6) (in Rs.) | Amount spent in the reporting Financial Year (in Rs.). | Amount transferred to any fund specified under Schedule VII as per section 135(6), if any. | | | Amount remaining to be spent in succeeding financial years. (in Rs.) |
|---------|---------------------------|---|--|--|------------------|-------------------|--|
| | | | | Name of the Fund | Amount (in Rs.). | Date of transfer. | |
| 1. | N/A | | | | | | |
| 2. | | | | | | | |
| 3. | | | | | | | |
| | TOTAL | | | | | | |

(b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s):

| (1) | (2) | (3) | (4) | (5) | (6) | (7) | (8) | (9) |
|---------|-------------|----------------------|--|-------------------|--|---|--|--|
| Sl. No. | Project ID. | Name of the Project. | Financial Year in which the project was commenced. | Project duration. | Total amount allocated for the project (in Rs.). | Amount spent on the project in the reporting Financial Year (in Rs.). | Cumulative amount spent at the end of reporting Financial Year. (in Rs.) | Status of the project- Completed /Ongoing. |
| 1. | N/A | | | | | | | |
| 2. | | | | | | | | |
| 3. | | | | | | | | |

| | | | | | | | | |
|--|-------|--|--|--|--|--|--|--|
| | TOTAL | | | | | | | |
| | L | | | | | | | |

- (e) In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year

(asset-wise details).

- (a) Date of creation or acquisition of the capital asset(s): N/A
- (b) Amount of CSR spent for creation or acquisition of capital asset: 0
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: N/A
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): N/A
- (f) Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): 0

For and on behalf of the Board of Directors of
Deloitte Financial Advisory Services India Private Limited

Sd/-

Sd/-

Chairperson of CSR Committee : Kerry Francis

Director: Pashupati Kumar Venkatraman

DIN: 08780531

DIN: 03279348

Place: San Francisco

Place: Bengaluru

Date : September 27, 2021

Date : September 27, 2021