Date: 29th August, 2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir / Ma'am,

Subject: Submission of Annual Report for Financial Year 2023-24
Ref: Security Id: AEIM / Code: 526443

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the 32nd Annual General Meeting ("AGM") of the Company to be held on Friday, 20th August, 2024 at 02:00 P.M. through Video Conferencing ("VC") / Other Audio-Video Means ("OAVM").

Kindly take the same on your record and oblige us.

Thanking You.

For, Artificial Electronics Intelligent Material Limited
(Formerly known as Datasoft Application Software (India) Limited)

UMA NANDAM
Digitally signed by UMA NANDAM
Date: 2024.08.29 16:44:47 +05'30'

Uma Nandam
Whole-time Director
DIN: 02220048

Artificial Electronics Intelligent Material Limited

(Formerly known as Datasoft Application Software (India) Limited)

32nd Annual Report for the year 2023-24

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COMPANY INFORMATION:

Board of Directors	Ms. Uma Nandam	: Whole-time Director
	Mr. Eswara Rao Nandam	: Non-Executive Director
	Mr. Vishaal Nandam	: Non-Executive Director
	Mr. Karuppannan Tamilselvan	: Non-Executive Director
	Mr. Achal Kapoor	: Independent Director
	Ms. Preeti Garg	: Independent Director
Audit Committee	Mr. Achal Kapoor	: Chairman
	Ms. Preeti Garg	: Member
	Mr. Karuppannan Tamilselvan	: Member
Nomination and Remuneration Committee	Ms. Preeti Garg	: Chairman
	Mr. Achal Kapoor	: Member
	Mr. Karuppannan Tamilselvan	: Member
Stakeholders' Relationship Committee	Ms. Preeti Garg	: Chairman
	Mr. Achal Kapoor	: Member
	Mr. Karuppannan Tamilselvan	: Member
Key Managerial Personnel	Ms. Uma Nandam	: Whole-time Director
	Ms. Uma Nandam	: Chief Financial Officer
	Ms. Pratibha Dhanuka	: Company Secretary
Statutory Auditor	M/s. D. G. M. S. & Co., Chartered Accountants, Jamnagar	
Secretarial Auditor	M/s. Kinkhabwala & Associates, Company Secretaries, Ahmedabad	
Share Transfer Agent	Link Intime India Private Limited C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai, Maharashtra – 400 083	
Registered Office	No - 42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu - 603 204	

NOTICE OF THE 32ND ANNUAL GENERAL MEETING

NOTICE is hereby given that the 32nd Annual General Meeting ("AGM") for the Financial Year 2023-24 of the Members of **"Artificial Electronics Intelligent Material Limited"** *(Formerly Datasoft Application Software (India) Limited)* will be held on Friday, September 20, 2024, at 02.00 P.M. (IST), through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**") to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Financial Statements:

To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2024 and Statement of Profit and Loss account together with the notes forming part thereof and Cash Flow Statement for the Financial Year ended on that date, and the reports of the Board of Directors ("**The Board**") and Auditor thereon and to pass the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT the Audited Financial Statement of the Company for the year ended 31st March, 2024 and the Report of the Directors and the Auditors thereon, placed before the Meeting, be and are hereby considered and adopted."

2. To appoint a Director in place of Mr. Karuppannan Tamilselvan (DIN: 09542029), who retires by rotation and being eligible, offers himself for re-appointment.

To consider and if thought fit, to pass with or without modification(s) the following Resolution as an **Ordinary Resolution**:

"**RESOLVED THAT**, Mr. Karuppannan Tamilselvan (DIN: 09542029), who retires by rotation from the Board of Directors pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, and being eligible offers himself for re-appointment, be and is hereby re-appointed as the Director of the Company."

SPECIAL BUSINESS:

3. Alteration in the Authorised Share Capital of the Company and consequential amendment in the Capital Clause of the Memorandum of Association of the Company:

To consider and if thought fit, to pass with or without modification(s), the following resolution(s) as a **Special Resolution(s):**

"**RESOLVED THAT,** pursuant to the provisions of Sections 13 and 61 and other applicable provisions, if any, of the Companies Act 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, (including any amendment, modification, variation or re-enactment to any of the foregoing), read with the Articles of Association of the Company, the Authorised Share Capital of the Company be and is hereby increased and altered from the existing ₹ 15,00,00,000 (Rupees Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifty Lakhs) equity shares of ₹ 10/- each to ₹ 100,00,00,000 (Rupees One Hundred Crores only) divided into 10,00,00,000 (Ten Crores Only) equity shares of face value of ₹ 10/- (Rupees Ten Only) each by creating additional 8,50,00,000 (Eight Crores Fifty Lakhs) equity shares of face value of ₹ 10/- each, aggregating to ₹ 85,00,00,000 (Rupees Eighty-Five Crores only).

"RESOLVED FURTHER THAT, the existing Clause V of the Memorandum of Association of the Company be and is hereby substituted with the following:

V. The Authorised Share Capital of the Company is ₹ 100,00,00,000 (Rupees One Hundred Crores only) divided into 10,00,00,000 (Ten Crores) equity shares of Face Value of ₹ 10/- (Rupees Ten Only) each with the rights, privileges and conditions attached thereto as per the relevant provisions contained in that behalf in the Articles of Association of the Company and with the power to increase or reduce the capital of the Company and to divide the shares in the capital for the time being into several classes (being those specified in the Companies Act, 2013) and to attach thereto respectively such preferential qualified or special rights, privileges or conditions in such manner as may be permitted by the said Act or provided by the Articles of Association of the Company for the time being in force."

4. To approve the Issue of Equity Shares on Preferential basis to Promoters and Non-Promoters for cash consideration

To consider and if thought fit, to pass with or without modification(s), the following resolution(s) as a **Special Resolution(s)**:

"**RESOLVED THAT,** pursuant to the provisions of Sections 23(1)(b), 42, 62 and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "**Companies Act**") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended from time to time and the Companies (Share Capital and Debentures) Rules, 2014, as amended from time to time and other relevant rules made thereunder (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), and in accordance with the Foreign Exchange Management Act, 1999, as amended or restated ("**FEMA**"), and rules, circulars, notifications, regulations and guidelines issued under FEMA, the enabling provisions of Memorandum of Association and Articles of Association of the Company, provisions of the uniform listing agreement entered into by the Company with the relevant stock exchange i.e. BSE Limited where the equity shares of the Company are listed ("**Stock Exchange**"), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("**SEBI**"), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("**SEBI LODR Regulations**") and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Government of India and subject to the approvals, consents, permissions and/ or sanctions, as may be required from the Government of India, SEBI, Stock Exchange(s) and any other relevant statutory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or, modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed by the Board of Directors of the Company (hereinafter referred to as the "**Board**" which terms shall be deemed to include any committee duly constituted by the Board or any committee, which the Board may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the members of the Company be and is hereby accorded to the Board to issue, offer and allot, on a preferential basis to extent of 2,23,10,000 (Two Crore Twenty Three Lakh Ten Thousand) equity shares of face value of ₹ 10/- (Rupees Ten only) each fully paid up for cash, at an issue price of ₹ 18/- (Rupees Eighteen only) per equity share (which includes a premium of Rs. 8/- per equity share), aggregating up to 40,15,80,000 (Rupees Forty Crores Fifteen Lakhs Eighty Thousand Only), determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations with the terms as set out herein, and in the Explanatory Statement to this Notice convening the AGM, and on such other terms and conditions as set out herein, subject to applicable laws and regulations, to the below mentioned Proposed Allottees from the 'Promoter' and 'Non-Promoter' category as follows:

Sr. No.	Name of the Proposed Allottee	Category	No. of Shares
1	UMA NANDAM	Promoter	11,75,000
2	ESWARA RAO NANDAM	Promoter	10,00,000
3	POLYMATECH ELECTRONICS LIMITED	Promoter	56,25,000
4	AASHITA JAIN	Non Promoter	25,000
5	ABHIJEET TYAGI	Non Promoter	25,000
6	ABHILASH KUMAR	Non Promoter	50,000
7	ABHISHEK AGRAWAL	Non Promoter	25,000
8	ADHEESH KABRA	Non Promoter	25,000
9	DHRUV AGARWAL	Non Promoter	50,000
10	AGARWAL UNITED ENTERPRISE PRIVATE LIMITED	Non Promoter	2,50,000
11	ANILA JAIN	Non Promoter	1,00,000
12	ANISH KHURANA	Non Promoter	50,000
13	ANUBHA ATULKUMAR AGRAWAL	Non Promoter	50,000
14	ANURADHA GUPTA	Non Promoter	25,000
15	AMITHA JAIN	Non Promoter	50,000
16	ARATI KUMARI SAHU	Non Promoter	10,000
17	ARUN KUMAR JAIN	Non Promoter	1,00,000
18	ARYA GUPTA	Non Promoter	1,00,000
19	ASHU KUMAR AGGARWAL HUF	Non Promoter	1,00,000
20	ASHOK KUMAR HUF	Non Promoter	1,20,000
21	ASHOKKUMAR V PASWAN	Non Promoter	50,000
22	BHARTI GARG	Non Promoter	2,00,000
23	BHAVANA KHEMANI	Non Promoter	2,00,000
24	B RAJESH HUF	Non Promoter	1,25,000
25	BIG CAPITAL 66 SERVICES LLP	Non Promoter	1,00,000
26	CHANDER KAILASH GARG	Non Promoter	25,000
27	CHETNA KANKARIA	Non Promoter	50,000
28	DEEPSHIKHA GARG	Non Promoter	50,000
29	DEVIKA GARG	Non Promoter	1,00,000
30	DHRUVIL NIMESH JOSHI	Non Promoter	4,40,000
31	DILIP KUMAR LALWANI	Non Promoter	35,000
32	DILIPKUMAR SHAH HUF	Non Promoter	25,000
33	FYLFOT SECURITIES PRIVATE LIMITED	Non Promoter	2,00,000
34	RATHORE GAURAVRAJSINGH VIJAYSINGH	Non Promoter	8,00,000
35	GEETAM SHREE	Non Promoter	1,25,000
36	HARSH KUMAR	Non Promoter	50,000
37	HULAS CHAND LALWANI	Non Promoter	75,000
38	JASMEET WALIA	Non Promoter	1,00,000
39	JYOTI ARORA	Non Promoter	1,00,000
40	KARAN SACHAR	Non Promoter	75,000
41	KIRTI CHAUDHARY	Non Promoter	25,000
42	K MANISH KUMAR JAIN	Non Promoter	60,000
43	K N ANAND	Non Promoter	2,00,000
44	MADHU SUDAN GOYAL	Non Promoter	50,000
45	MAMTA JAIN	Non Promoter	1,25,000
46	MANISH BANSAL	Non Promoter	1,00,000
47	MANISH GARG	Non Promoter	1,00,000
48	MANISH GUPTA	Non Promoter	25,000
49	MANJU AGARWAL	Non Promoter	1,00,000
50	MANYA BANSAL	Non Promoter	25,000

51	MAYANK AGGARWAL	Non Promoter	50,000
52	MEGHA PABREJA	Non Promoter	25,000
53	MEHUL CHAURASIA	Non Promoter	70,000
54	MOHIT GOEL	Non Promoter	75,000
55	MRADUL AGGARWAL	Non Promoter	50,000
56	M RAJKUMAR HUF	Non Promoter	1,20,000
57	NARESH KUMAR AGGARWAL	Non Promoter	25,000
58	NAVAL KISHOR RAJGARHIA	Non Promoter	50,000
59	NAVIN NISHCHAL	Non Promoter	25,000
60	NEETY JAIN	Non Promoter	25,000
61	NEHA MAHESHWARY	Non Promoter	25,000
62	NIDHI JAIN	Non Promoter	25,000
63	NIKHIL GAMBHIR	Non Promoter	3,00,000
64	NIKHIL TYAGI	Non Promoter	1,00,000
65	NIMESH S JOSHI	Non Promoter	5,00,000
66	PRASHANTH RAJ GOVIND	Non Promoter	50,000
67	PRAVEEN KUMAR JAIN	Non Promoter	50,000
68	PREETI VIPUL PAUN	Non Promoter	36,000
69	PREMLATHA P	Non Promoter	1,25,000
70	PRIYANKA GUPTA	Non Promoter	25,000
71	R LOGAVEERAPANDIAN	Non Promoter	50,000
72	RAMVEER SINGH	Non Promoter	2,50,000
73	RASHMI NIMESH JOSHI	Non Promoter	5,00,000
74	RICHA GAURAVRAJSINGH RATHORE	Non Promoter	4,00,000
75	RISHABH KAPOOR	Non Promoter	2,00,000
76	RIYA	Non Promoter	1,00,000
77	SAISHYAM TRADING LLP	Non Promoter	25,000
78	SAKSHI TOMAR PARIHAR	Non Promoter	1,00,000
79	SANTOSH DEVI LALWANI	Non Promoter	50,000
80	SANDEEP AGARWAL	Non Promoter	1,00,000
81	SAPNA AGGARWAL	Non Promoter	2,00,000
82	SARIKA GUPTA	Non Promoter	25,000
83	SAROJ GOYAL	Non Promoter	25,000
84	SAROJ V RATHORE	Non Promoter	8,00,000
85	SEEMA MITTAL	Non Promoter	25,000
86	SELVARAJ	Non Promoter	1,00,000
87	SHARPLINE NETWORK PRIVATE LIMITED	Non Promoter	50,000
88	SHIKHA GARG	Non Promoter	1,00,000
89	SHWETA JHA	Non Promoter	10,000
90	NAVRATHANMAL JAIN	Non Promoter	1,40,000
91	SUSHILA DEVI JAIN	Non Promoter	50,000
92	SURESH H LUNIYA	Non Promoter	1,00,000
93	SUSHILA S LUNIYA	Non Promoter	1,00,000
94	SYGNIFIC CORPORATE SOLUTIONS PVT LTD	Non Promoter	50,000
95	TANVI KUMAR	Non Promoter	1,00,000
96	TRISHA AGGARWAL	Non Promoter	2,00,000
97	TUSHAR SANTOSHKUMAR PANDEY	Non Promoter	1,00,000
98	URMILA KANKARIA	Non Promoter	1,00,000
99	V A TRADING VENTURE LLP	Non Promoter	3,00,000
100	VARDHMAN JAIN	Non Promoter	25,000
101	VIKAS MARWAH	Non Promoter	75,000
102	VINAY KUMAR CHAWLA	Non Promoter	2,00,000
103	VINAYAK AGGARWAL	Non Promoter	1,00,000

104	VIPIN GUPTA	Non Promoter	2,00,000
105	VIPUL GUPTA	Non Promoter	25,000
106	VISHAL GUPTA	Non Promoter	50,000
107	VKC CORPORATE SOLUTIONS PRIVATE LIMITED	Non Promoter	50,000
108	VRINDA AGGARWAL	Non Promoter	2,00,000
109	VS FINYCORE PRIVATE LIMITED	Non Promoter	4,44,000
110	WULLEXE ADVISORS LLP	Non Promoter	25,000
111	YOGESH GUPTA	Non Promoter	25,000
112	SURESH KUMAR GARG	Non Promoter	1,00,000
113	PARMOD KUMAR GUPTA	Non Promoter	5,00,000
114	RAM BABU GUPTA	Non Promoter	5,00,000
115	CHITERLEKHA	Non Promoter	5,00,000
116	SACHIN AGGARWAL	Non Promoter	5,00,000
	Total		**2,23,10,000**

"RESOLVED FURTHER THAT in terms of the provisions of SEBI ICDR Regulations, the "**Relevant Date**", for determining the minimum price of the equity shares being allotted to the promoters and non-promoters on a preferential basis, is **August 21, 2024**, being the date Thirty (30) days prior to the date of Annual General Meeting.

"**RESOLVED FURTHER THAT** the aforesaid issue of Equity Shares shall be subject to the following terms and conditions:

a) The pre-preferential shareholding of the proposed allottees shall be under lock-in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations;
b) The Shares so allotted to the proposed allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under;
c) Allotment of Shares shall only be made in dematerialized form; and
d) Equity Shares shall be subject to lock-in for such period that may be prescribed under the SEBI ICDR Regulations".

"RESOLVED FURTHER THAT the equity shares to be allotted in terms of this resolution shall be made fully paid up at the time of allotment and shall rank *pari-passu* with the existing equity shares of the Company in all respects and that the Equity Shares so allotted shall be entitled to the dividend declared, if any, including other corporate benefits, if any, for which the book closure or the record date falls subsequent to the allotment of Equity Shares. The issue and allotment of Equity Shares be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and be listed on the BSE Limited where the equity shares of the Company are currently listed".

"RESOLVED FURTHER THAT pursuant to the provisions of the SEBI ICDR Regulations, 2018 the equity shares shall be allotted within a period of fifteen (15) days from the date of passing of this special resolution provided that where the allotment of equity shares is pending on account of pendency of any approvals for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of fifteen (15) days from the date of such approval or such other extended period as may be permitted under the applicable SEBI ICDR Regulations".

"RESOLVED FURTHER THAT pursuant to the provision of the Companies Act 2013, the names of the Subscribers be recorded for the issue of invitation to subscribe to the Equity Shares and a Private Placement Offer Letter in Form No. **PAS-4** together with an application form be issued to the Subscribers inviting the Subscribers to subscribe to the Equity Shares, as per the draft tabled at the

Meeting and duly initiated by the Chairman for the purpose of identification and consent of the Company is hereby accorded to the issuance of the same to the Subscribers to the Equity shares".

"RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board / Issue and Allotment Committee of the Board be and is hereby authorised on behalf of the Company to take all actions and to do all such acts, deeds, matters and things (including subdelegating its powers to authorised representatives) as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose, including deciding / revising the dates of allotment, deciding and / or finalising other terms of issue and allotment in consonance with the SEBI ICDR Regulations, listing of the equity shares to be issued and allotted, and to modify, accept and give effect to any modifications to the terms and conditions of the issue as may be required by the statutory, regulatory and other appropriate authorities including but not limited to SEBI, the RBI, the Government of India, etc. and such other approvals (including approvals of the existing lenders of the Company) and as may be agreed by the Board, and to settle all questions, difficulties or doubts that may arise in the proposed issue, pricing of the issue, allotment and listing of the equity shares, including utilisation of the issue proceeds and to execute all such deeds, documents, writings, agreements, applications, forms in connection with the proposed issue as the Board may in its absolute discretion deem necessary or desirable without being required to seek any further consent or approval of the Shareholders or otherwise with the intent that the Shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any other Committee of the Board to give effect to this resolution."

5. AUTHORIZATION TO MAKE LOAN(S) AND GIVE GUARANTEE(S), PROVIDE SECURITY(IES) OR MAKE INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT, pursuant to the provisions of Section 186 read with The Companies (Meetings of Board and its Powers) Rules, 2014, Section 179 and other applicable provisions of The Companies Act, 2013; read with rules made thereunder (including any statutory modification (s) or re-enactment thereof for the time being in force) and upon recommendation of the Board of Directors, the consent of shareholders of the Company be and is hereby accorded to authorize the Board of Directors for making Investments in other bodies corporate / giving or granting Loans to any other person (s) or body corporate (s)/ providing Guarantees / Securities on behalf of loan availed by any other person (s) or body corporate (s), from time to time, on such terms and conditions and with or without security as the Board of Directors may think fit which, together with the investments made / loans given or granted / guarantees / securities already made by the Company, which may exceed 60% of paid up capital and free reserves and securities premium OR 100% of free reserves and securities premium, that is to say, reserves not set apart for any specific purpose, whichever is more, provided that the total amount of investments made / loans given / guarantees / securities already made by the Company, shall not at any time exceed the limit of ₹ 250,00,00,000/- (Rupees Two Hundred Fifty Crore Only).

"RESOLVED FURTHER THAT, the Board of Directors of the Company, be and is hereby authorized to negotiate and settle terms and conditions of the investments / loans / guarantees / securities which may be made by the Company from time to time, by the Company, finalize the agreements/ contracts and documents in this regard and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.

"RESOLVED FURTHER THAT, all Directors of the Company or Chief Financial Officer or Company Secretary be and are hereby severally authorized to sign such forms/returns and various documents as may be required to be submitted to the Registrar of Companies or such other authorities and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution."

Registered Office:
No-42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu – 603 204

By the Order of the Board
For, Artificial Electronics Intelligent Material Limited
(Formerly known as Datasoft Application Software (India) Limited)

SD/-
Eswara Rao Nandam
Director
DIN: 02220039

SD/-
Uma Nandam
Whole-time Director
DIN: 02220048

Place: Kancheepuram, Tamil Nadu
Date: 21st August 2024

Notes:

1. The relevant Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ("Act") read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.

2. The 32nd Annual General Meeting ("AGM") will be held on Friday, 20th September, 2024 at 02:00 P.M. ISD through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in compliance with the applicable provisions of the Companies Act, 2013 read with The Ministry of Corporate Affairs ('MCA') vide its General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 08, 2021, No. 3/2022 dated May 5, 2022, No. 11/2022 dated December 28, 2022 and No. 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/Pod-2/P/CIR/2023/4 dated January 5, 2023 and SEBI Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated October 6, 2023 ('SEBI Circulars') have permitted the holding of AGM by companies through VC / OAVM during the Calendar Year 2021, 2022 and upto September 30, 2024, without the physical presence of the Members. Accordingly, in compliance with the provisions of the Companies Act, 2013 ('Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars and SEBI Circulars, the AGM of the Company is being conducted through VC/OAVM. The deemed venue for the 32nd AGM shall be the Registered Office of the Company.

3. An Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business under Item Nos. 3 to 5 of the Notice is annexed hereto. The Board of Directors have considered and decided to include the said items as Special Business as it is in the interest of the Company.

4. In accordance with the Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India (ICSI) read with Clarification / Guidance on applicability of Secretarial Standards-1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company i.e. No - 42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu – 603 204, India, which shall be the venue of the AGM. **Since the AGM will be held through VC / OAVM, the Route Map for the Venue of the Meeting is not annexed in this Notice.**

5. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. Generally, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of members has been dispensed with. **Accordingly, the facility for appointment of proxies by the members under Section 105 of the Act will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**

7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), the company has engaged the services of National Securities Depository Limited (NSDL), to provide remote e-voting facility before the meeting; and to provide e-voting platform during the meeting, in a secured manner. National Securities Depository Limited (NSDL) is appointed to provide a platform for convening the meeting through Video Conferencing; to handle and supervise the entire process of holding the meeting through Video Conferencing, e-voting, and processing of data relating to the meeting and voting, etc.

8. Notice of the meeting is being sent to all such equity shareholders who hold shares as on the cut-off date i.e. Friday, 23rd August, 2024. A person, whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date shall only be entitled to cast their vote through Remote E-voting. A person who is not a Member as on Cut-off date will not be entitled to vote and should treat this Notice for information purpose only.

9. In compliance with the aforesaid circulars the Notice of the AGM is being sent to the Members and all other persons so entitled in electronic mode only, whose email addresses are registered with the Company/Depositories. Members whose email address is not registered with the Company or with their respective Depository Participant(s), and who wish to receive the Notice of this AGM and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:

    a. Members holding shares in physical form may send scan copy of a signed request letter in prescribed form ISR-1 available on the website of the Company, mentioning the folio number, complete address, email address to be registered along with scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address at cos@software13.in or to the office address of RTA at Link Intime India Private Ltd, C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai, Maharashtra, 400083 or email the RTA at rnt.helpdesk@linkintime.co.in.

    b. Members holding shares in demat mode may update the email address through their respective Depository Participant(s).

The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their DPs with whom they are maintaining their demat accounts and members holding shares in physical form to the Company / RTA.

Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation / variation in nomination in the prescribed Form SH-14 with the Company's RTA. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.

As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred/ traded only in dematerialized form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized.

10. Institutional/Corporate Equity Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPEG Format) of its Board Resolution or governing body Resolution/Authorization, etc., authorizing its representative pursuant to Section 113 of the Act to attend the meeting and vote on its behalf. The said Resolution/Authorization may be sent to the Scrutinizer at csgauravbachani@gmail.com.

11. Instructions for attending the meeting through Video Conferencing; and for voting through remote e-voting process are given at the end of this notice.

12. Voting may be made through remote e-voting which will be available during the prescribed time period before the meeting (as given below); or through e-voting platform which will be available during the meeting:

Commencement of remote e-voting	Tuesday, 17th September, 2024
End of remote e-voting	Thursday, 19th September, 2024

13. All the equity shareholders will be entitled to attend the meeting through Video Conferencing. However, the Equity Shareholders who have already voted through the remote e-voting process before the meeting, will not be entitled to vote at the meeting again.

14. The members can join the AGM through VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for minimum 1,000 members on 'first come first serve' basis. This will not include large Shareholders (Shareholders holding 2% or more equity shares), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of 'first come first serve' basis. The Members will be able to view the proceedings on National Securities Depository Limited (NSDL) e-voting website at www.evoting.nsdl.com.

15. Equity Shareholders attending the meeting through video conferencing shall be counted for the purposes of reckoning the quorum.

16. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

17. Notice of the meeting, Explanatory Statement, and other documents are also being placed on the following website(s):

Particulars	**Website**
Artificial Electronics Intelligent Material Limited (Formerly Datasoft Application Software (India) Limited)	www.software13.in
BSE Limited	www.bseindia.com
National Securities Depository Limited (NSDL)	www.evoting.nsdl.com.

18. All documents referred to in this Notice and the Explanatory Statement, and requiring Members' approval, and such statutory records and registers, as are required to be kept open for inspection under the Companies Act, 2013, shall be electronically available for inspection. Members can inspect the same by sending an email to Ms. Pratibha Dhanuka, Company Secretary & Compliance Officer of the Company at cos@software13.in.

19. The Board of Directors of the Company has appointed Mr. Gaurav V Bachani Proprietor of Gaurav Bachani & Associates, (Membership No. 61110 ACS, CP No. 22830), Company Secretaries, Ahmedabad, as the Scrutinizer to scrutinize the process for remote e-Voting and e-Voting at the AGM in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the same purpose.

20. The Scrutinizer shall, immediately after the conclusion of the AGM, count the votes cast through e-Voting at the Annual General Meeting, thereafter unblock the votes cast through remote e-Voting and make, not later than two (02) working days in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit the same to the Chairman or to a person authorized by the Chairman in writing who shall countersign the same.

21. The Results declared along with the report of the Scrutinizer shall be forwarded to the Stock Exchange i.e. BSE Limited ("BSE"), where the shares of the company are listed. The results shall also simultaneously be placed on the website of the Company at www.software13.in and on the website of NSDL at www.evoting.nsdl.com.

22. The Chairman or the person authorized by him in writing shall forthwith on receipt of the consolidated Scrutinizer's Report, declare the Results of the voting and the date of passing of result on the resolutions shall deem to be the date of the AGM.

23. **DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:**

In compliance with the MCA Circulars and SEBI Circular No SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Notice of the Annual General Meeting ("AGM") along with the Annual Report for the year 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2023-24 will be available on website of the Stock Exchange, i.e., BSE Limited ("BSE") at www.bseindia.com and on the website of NSDL at https://www.evoting.nsdl.com/. **Annual Report will not be sent in physical form.**

24. Members of the Company holding shares, either in physical form or in Dematerialized form, as on Friday, 23rd August, 2024 will receive Annual Report for the financial year 2023-24 through electronic mode only.

25. The Register of Members and Share Transfer Books will remain closed from Friday, 13th September, 2024 to Friday, 20th September, 2024 (both days inclusive) for the purpose of Annual General Meeting ("AGM").

26. In terms of the provisions of Section 152 of the Act, Mr. Karuppannan Tamilselvan, Director of the Company, who retires by rotation at this Annual General Meeting. Nomination and Remuneration Committee and the Board of Directors of the Company re-commend his re-appointment.

The relatives of Mr. Karuppannan Tamilselvan being shareholders of the Company may be deemed to be interested in the resolutions set out at Item No. 2 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item No. 2 of the Notice.

Details of Directors retiring by rotation / seeking appointment / re-appointment at this Meeting are provided in the "Annexure" to the Notice as per Regulation 26(4) and 36(3) of SEBI (LODR), 2015 and Secretarial Standard on General Meetings ("SS-2") issued by Institute of Company Secretaries of India.

27. As the AGM is to be held through VC/ OAVM, Members seeking any information with regard to the accounts or any documents, are requested to write to the Company at least 10 days before the date of AGM through email on nandamrao@polymatech.in and / or at info@accuratesecurities.com. The same will be replied / made available by the Company suitably.

28. The businesses set out in the Notice of AGM will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.

29. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

30. The Members can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Instructions and other information for members for attending the AGM through VC/OAVM are given in this Notice.

31. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

32. The Company has set Friday, 13th September, 2024 as the "Cut-off Date" for taking record of the shareholders of the Company who will be eligible for casting their vote on the resolution to be passed in the ensuing 32nd Annual General Meeting, for both E- Voting.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Tuesday, 17th September, 2024 at 9:00 A.M. and ends on Thursday, 19th September, 2024 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 13th September, 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 13th September, 2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for **NSDL IDeAS facility**, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the **"Beneficial Owner"** icon under "Login" which is available under **"IDeAS"** section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS"** Portal or click at

	https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or **e-Voting service provider-NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

   After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
7. Now, you will have to click on "Login" button.
8. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csgauravbachani@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cos@software13.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (cos@software13.in). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (cos@software13.in). The same will be replied by the Company suitably.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3:

The present capital structure of the Company is as under:

Particulars	Authorised Share Capital		Issued / Subscribed / Paid-up Capital	
	Number of Shares	Value (Rs.)	Number of Shares	Value (Rs.)
Equity Shares	1,50,00,000	15,00,00,000	11,31,840	1,13,18,400

The members are informed that the Board of Directors of the Company ("**Board**") at its meeting held on August 21, 2024 has approved to offer, issue and allot up to 2,23,10,000 (Two Crore Twenty Three Lakh Ten Thousand) fully paid-up Equity Shares of the Company having face value of ₹ 10/- each, at a price of ₹ 18/- (Rupees Eighteen Only) per Equity Share, including a premium of ₹ 8/- (Rupees Eight Only) per Equity Share, aggregating to ₹ 40,15,80,000 (Rupees Forty Crores Fifteen Lakhs Eighty Thousand Only) on a preferential allotment basis to Promoter, Promoter Group and Non-promoter, subject to shareholders' approval. After the proposed preferential issue as per Item No. 4 of this Notice (assuming full equity shares takes place) the paid-up share capital of the Company will be Rs. 23,44,18,400/- consisting of 2,34,41,840 equity shares of ₹ 10/- each. Hence, after the proposed preferential issue the paid-up share capital of the Company will increase beyond the limit of the present authorized share capital of the Company and therefore there is a need to increase the authorized share capital of the Company.

The increase in the authorized share capital as aforesaid would require consequential amendments to the existing Clause V of the Memorandum of Association of the company as set out in Item Nos. 3 of the Notice respectively.

Accordingly, the Resolutions at Item Nos. 3 seek approval of the Shareholders for the proposed to increase of Authorized Capital of the Company and the consequent amendments to the existing Clause V of the Memorandum of Association of the company.

A copy of the existing Memorandum of the company along with the proposed draft amendments is available for inspection by shareholders in electronic mode, Shareholders are requested to cos@software13.in for inspection, which shall be made available electronically for inspection to the shareholders.

None of the Directors, Key Managerial Personnel and their relatives are financially or otherwise concerned with or interested in the resolution at Item Nos. 3 of the notice except to the extent of their shareholding in the company.

ITEM NO. 4:

The Board of Directors of the Company at meeting held on August 21, 2024 had approved the issue of Equity on preferential basis in aggregate and up to up to 2,23,10,000 (Two Crore Twenty Three Lakh Ten Thousand) fully paid-up Equity Shares of the Company having face value of ₹ 10/- each, at a price of ₹ 18/- (Rupees Eighteen Only) per Equity Share, including a premium of ₹ 8/- (Rupees Eight Only) per Equity Share, aggregating to ₹ 40,15,80,000 (Rupees Forty Crores Fifteen Lakhs Eighty Thousand Only) on a preferential allotment basis to Promoter, Promoter Group and Non-promoter as defined in SEBI (ICDR) Regulations ("**Proposed Allottee**") under Promoter and Non-Promoter Category on a preferential basis in compliance with applicable provisions of SEBI (ICDR) Regulations.

In terms of Section 62(1)(c) of the Companies Act, 2013 and Rules made there under (the "**Act**"), a company can undertake preferential allotment / private placement only after obtaining prior approval of the shareholders by way of special resolution in terms of Section 62(1)(c) of the Companies Act, 2013 read with provisions of (the "**SEBI ICDR Regulations**"). Accordingly, the Company proposes to issue and allot 2,23,10,000 (Two Crore Twenty Three Lakh Ten Thousand) Equity Shares, having face value of ₹ 10/- (Rupees Ten only) each fully paid up for cash, at an issue price of ₹ 18/- (Rupees Eighteen only) per equity share (which includes a premium of ₹ 8/- per equity share), aggregating up to ₹ 40,15,80,000 (Rupees Forty Crores Fifteen Lakhs Eighty Thousand Only), ("**Cash Consideration**") as determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, to Promoter and Non-Promoter of the Company for cash consideration on a preferential basis.

The following details of the proposed preferential issue of the equity shares are disclosed in accordance with the business

(i) **The object / purpose of the preferential issue:** The proceeds of the Preferential Issue will be utilized for acquisition of land, constructions of building, purchase of machinery, general corporate purpose, acquisitions of companies,

Utilization of Gross Proceeds along with Timeline for utilisation:

Sr. No	Particulars	Total estimated amount to be utilized (Rs. In Cr.)	Timelines for Utilisation of Funds
1	Acquisition of Land	10.000	within 12 months from the date of receipt of funds or from the date the receipts can be utilized
2	Constructions of Building	10.000	
3	Purchase of Machinery	10.000	
4	General Corporate Purpose	0.158	
5	Acquisitions of companies	10.000	
	Total	**40.158**	

Since the funds raised are less than Rs.100 Crores, there was no need to appoint a Monitoring Agency for monitoring the utilization of funds

(ii) **Maximum number of specified securities to be issued:** It is proposed to offer, allot and issue up to 2,23,10,000 (Two Crore Twenty Three Lakh Ten Thousand) fully paid-up equity shares of the Company having a face value of ₹ 10/- (Rupees Ten Only) each at a price of ₹ 18/- (Rupees Eighteen Only) per Equity Share, including a premium of ₹ 8/- (Rupees Eight Only) per Equity Share.

(iii) **Intent of the Promoters, Directors or Key Managerial Personnel of the Company to subscribe to the offer**: Except Mr. Eswara Rao Nandam, promoter/director and Uma Nandam, promoter/Whole-time director/ CFO of the Company and Polymatech Electronics Limited (Company promoted by Eswara Rao Nandam and Uma Nandam), who were the present promoter of the Company (i.e. Artificial Electronics Intelligent Material Limited (Formerly Datasoft Application Software India Limited) who have conveyed their intent in writing to subscribe to Equity shares in the preferential issue, apart from them none of the Directors and Key Managerial Personnel and their relatives have any concern or interest, financial or otherwise, in the proposed resolution as set out in the accompanying Notice in accordance with the terms of the Companies Act, 2013.

(iv) **Pricing of the Issue:** The issue of equity shares to the Promoters and Non-Promoter will be at ₹ 18/- per Equity Share (including a premium of ₹ 8/-) in accordance with the SEBI (ICDR) Regulations.

(v) **Basis on which the price has been arrived at along with report of the registered valuer:** Since the equity shares of the Company are listed on BSE Limited and are infrequently traded at BSE Limited in terms of Regulation 164(5) of SEBI ICDR Regulations. Accordingly, in terms of Regulations 165 of the SEBI ICDR Regulations, if the shares of the Company are infrequently traded on stock exchange, therefore the aforesaid equity shares shall be allotted in accordance with the price determined in terms of Regulations 165 of the SEBI ICDR Regulations. As per the said Regulation, if the shares are infrequently traded, the minimum issue price is needed to be determined by independent registered valuer taking into account including book value, comparable trading multiple and such other parameters and a report from independent registered valuer has been obtained in terms of Regulation 165 of SEBI ICDR Regulations, 2018.

Provided that if the Articles of Association of the issuer provide for a method of determination, which results in a floor price higher than that determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue. Articles of Association of the Company does not provide for any particular method of determination which results in a floor price higher than that determined under SEBI ICDR Regulations.

A Certificate has been taken from Independent Registered Valuer Mr. Vasudevan S (Registration No. IBBI/RV/05/2019/11704) confirming the minimum price for the preferential issue as per Regulation 165 of SEBI ICDR Regulations and the same shall be made available and published on the websites of the company i.e., https://www.software13.in/. The fair value per share recommended by valuer is Rs. 18/- per share as per the valuation report dated August 21, 2024.

Further Pursuant to Regulation 166A (1), in the case of any preferential issue, which may result in a change in control or allotment of more than five per cent of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price.

(vi) **Relevant Date:** The "Relevant Date" in terms of Regulation 161 of the SEBI (ICDR) Regulations, 2018 for determination of minimum price is August 21, 2024 being the date which is 30 (Thirty) days prior to the date on which the meeting of the shareholders is to be held to consider the proposed issue i.e. September 20, 2024.

(vii) **The class or classes of persons to whom the allotment is proposed to be made:** The allotment is proposed to be made to the Proposed Allottees as specified in serial number x below belonging to both the Promoter and Non-Promoter Category.

(viii) The shareholding pattern of the issuer before and after the preferential issue:

Sr. No	Category	Pre-Issue			Post Issue	
		Number of shares	% of shareholding	Preferential Offer	Number of shares	% of shareholding
A	**Promoters and Promoters Group Holding**					
	A1) Indian					
	Individuals/Hindu					

	undivided Family					
	Uma Nandam	1,45,812	12.88%	11,75,000	13,20,812	5.63%
	Eswara Rao Nandam	1,95,572	17.28%	10,00,000	11,95,572	5.10%
	Any Other (specify)	-	-	-	-	-
	Polymatech Electronics Limited	-	-	56,25,000	56,25,000	24.00%
	TOTAL (A)	**3,41,384**	**30.16%**	**78,00,000**	**81,41,384**	**34.73%**
B	**Non-Promoters Shareholding**					
	B1) Institutions					
	B2) Institutions (Domestic)					
	Banks	468	0.04%	0	468	0.00%
	NBFCs registered with RBI	900	0.08%	0	900	0.00%
	Other financial Institution	576	0.05%	0	576	0.00%
	B3) Institutions (Foreign)	758	0.07%	0	758	0.00%
	B4) Central Government/ State Government(s)/ President of India	0	0.00%	0	0	0.00%
	B5) Non-Institutions	0	0.00%	0	0	0.00%
	Investor Education and Protection Fund (IEPF)	0	0.00%	0	0	0.00%
	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	5,06,918	44.79%	20,000	5,26,918	2.25%
	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	81,993	7.24%	1,26,26,000	1,27,07,993	54.21%
	Non- Resident NRI	29,512	2.61%	0	29,512	0.13%
	Body corporate	88,366	7.81%	10,44,000	11,32,366	4.83%
	Others	80,965	7.15%	8,20,000	9,00,965	3.84%
	TOTAL (B)	**7,90,456**	**69.84%**	**1,45,10,000**	**1,53,00,456**	**65.27%**
	TOTAL (A+B)	**11,31,840**	**100.00%**	**2,23,10,000**	**2,34,41,840**	**100.00%**

There will not be any change of control of the existing shareholders due to issue of such equity shares and company has not issued or allotted any securities on preferential basis during the financial year 2024-25 till date.

(ix) Proposed time within which allotment shall be completed:

As required under the SEBI ICDR Regulations, the Equity Shares shall be allotted by the Company on or before the expiry of 15 days from the date of passing of this Resolution by the Shareholders, provided that where the allotment of the proposed Equity Shares is pending on account of receipt of any approval or permission from any regulatory or statutory authority, the

allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

(x) **Identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the Investors:** Pursuant to the SEBI ICDR Regulations, 2018, stipulates that if in the chain of ownership of the Company there is any listed company, mutual fund, bank or insurance company, no further disclosure will be necessary.

Sr. No.	Name of the Proposed Allottee	Category	No. of Shares	Identity of the ultimate Beneficial Owners
	Promoters/ Promoter Group;			
1	UMA NANDAM	Promoter	11,75,000	Not Applicable
2	ESWARA RAO NANDAM	Promoter	10,00,000	Not Applicable
3	POLYMATECH ELECTRONICS LIMITED	Promoter	56,25,000	1. Eswara Rao Nandam 2. Uma Nandam
	Non-Promoters;			
4	AASHITA JAIN	Promoter	25,000	Not Applicable
5	ABHIJEET TYAGI	Non Promoter	25,000	Not Applicable
6	ABHILASH KUMAR	Non Promoter	50,000	Not Applicable
7	ABHISHEK AGRAWAL	Non Promoter	25,000	Not Applicable
8	ADHEESH KABRA	Non Promoter	25,000	Not Applicable
9	DHRUV AGARWAL	Non Promoter	50,000	Not Applicable
10	AGARWAL UNITED ENTERPRISE PRIVATE LIMITED	Non Promoter	2,50,000	1. Dhruv Agarwal 2. Malini Manoj Agarwal
11	ANILA JAIN	Non Promoter	1,00,000	Not Applicable
12	ANISH KHURANA	Non Promoter	50,000	Not Applicable
13	ANUBHA ATULKUMAR AGRAWAL	Non Promoter	50,000	Not Applicable
14	ANURADHA GUPTA	Non Promoter	25,000	Not Applicable
15	AMITHA JAIN	Non Promoter	50,000	Not Applicable
16	ARATI KUMARI SAHU	Non Promoter	10,000	Not Applicable
17	ARUN KUMAR JAIN	Non Promoter	1,00,000	Not Applicable
18	ARYA GUPTA	Non Promoter	1,00,000	Not Applicable
19	ASHU KUMAR AGGARWAL HUF	Non Promoter	1,00,000	Ashu Kumar Aggarwal
20	ASHOK KUMAR HUF	Non	1,20,000	S Ashok Kumar

		Promoter		
21	ASHOKKUMAR V PASWAN	Non Promoter	50,000	Not Applicable
22	BHARTI GARG	Non Promoter	2,00,000	Not Applicable
23	BHAVANA KHEMANI	Non Promoter	2,00,000	Not Applicable
24	B RAJESH HUF	Non Promoter	1,25,000	B Rajesh
25	BIG CAPITAL 66 SERVICES LLP	Non Promoter	1,00,000	1. Ritesh Kumar 2. Raghav Kumar
26	CHANDER KAILASH GARG	Non Promoter	25,000	Not Applicable
27	CHETNA KANKARIA	Non Promoter	50,000	Not Applicable
28	DEEPSHIKHA GARG	Non Promoter	50,000	Not Applicable
29	DEVIKA GARG	Non Promoter	1,00,000	Not Applicable
30	DHRUVIL NIMESH JOSHI	Non Promoter	4,40,000	Not Applicable
31	DILIP KUMAR LALWANI	Non Promoter	35,000	Not Applicable
32	DILIPKUMAR SHAH HUF	Non Promoter	25,000	Dilipkumar Shah
33	FYLFOT SECURITIES PRIVATE LIMITED	Non Promoter	2,00,000	1.Nupur Aggarwal 2.Nidhi Gupta 3.Naveen Gupta
34	RATHORE GAURAVRAJSINGH VIJAYSINGH	Non Promoter	8,00,000	Not Applicable
35	GEETAM SHREE	Non Promoter	1,25,000	Not Applicable
36	HARSH KUMAR	Non Promoter	50,000	Not Applicable
37	HULAS CHAND LALWANI	Non Promoter	75,000	Not Applicable
38	JASMEET WALIA	Non Promoter	1,00,000	Not Applicable
39	JYOTI ARORA	Non Promoter	1,00,000	Not Applicable
40	KARAN SACHAR	Non Promoter	75,000	Not Applicable
41	KIRTI CHAUDHARY	Non Promoter	25,000	Not Applicable
42	K MANISH KUMAR JAIN	Non Promoter	60,000	Not Applicable
43	K N ANAND	Non Promoter	2,00,000	Not Applicable
44	MADHU SUDAN GOYAL	Non Promoter	50,000	Not Applicable
45	MAMTA JAIN	Non Promoter	1,25,000	Not Applicable
46	MANISH BANSAL	Non	1,00,000	Not Applicable

		Promoter		
47	MANISH GARG	Non Promoter	1,00,000	Not Applicable
48	MANISH GUPTA	Non Promoter	25,000	Not Applicable
49	MANJU AGARWAL	Non Promoter	1,00,000	Not Applicable
50	MANYA BANSAL	Non Promoter	25,000	Not Applicable
51	MAYANK AGGARWAL	Non Promoter	50,000	Not Applicable
52	MEGHA PABREJA	Non Promoter	25,000	Not Applicable
53	MEHUL CHAURASIA	Non Promoter	70,000	Not Applicable
54	MOHIT GOEL	Non Promoter	75,000	Not Applicable
55	MRADUL AGGARWAL	Non Promoter	50,000	Not Applicable
56	M RAJKUMAR HUF	Non Promoter	1,20,000	M Rajkumar
57	NARESH KUMAR AGGARWAL	Non Promoter	25,000	Not Applicable
58	NAVAL KISHOR RAJGARHIA	Non Promoter	50,000	Not Applicable
59	NAVIN NISHCHAL	Non Promoter	25,000	Not Applicable
60	NEETY JAIN	Non Promoter	25,000	Not Applicable
61	NEHA MAHESHWARY	Non Promoter	25,000	Not Applicable
62	NIDHI JAIN	Non Promoter	25,000	Not Applicable
63	NIKHIL GAMBHIR	Non Promoter	3,00,000	Not Applicable
64	NIKHIL TYAGI	Non Promoter	1,00,000	Not Applicable
65	NIMESH S JOSHI	Non Promoter	5,00,000	Not Applicable
66	PRASHANTH RAJ GOVIND	Non Promoter	50,000	Not Applicable
67	PRAVEEN KUMAR JAIN	Non Promoter	50,000	Not Applicable
68	PREETI VIPUL PAUN	Non Promoter	36,000	Not Applicable
69	PREMLATHA P	Non Promoter	1,25,000	Not Applicable
70	PRIYANKA GUPTA	Non Promoter	25,000	Not Applicable
71	R LOGAVEERAPANDIAN	Non Promoter	50,000	Not Applicable
72	RAMVEER SINGH	Non Promoter	2,50,000	Not Applicable
73	RASHMI NIMESH JOSHI	Non	5,00,000	Not Applicable

		Promoter		
74	RICHA GAURAVRAJSINGH RATHORE	Non Promoter	4,00,000	Not Applicable
75	RISHABH KAPOOR	Non Promoter	2,00,000	Not Applicable
76	RIYA	Non Promoter	1,00,000	Not Applicable
77	SAISHYAM TRADING LLP	Non Promoter	25,000	1. Vikas Bansal 2. Amit Agarwal 3. Tarun Mittal
78	SAKSHI TOMAR PARIHAR	Non Promoter	1,00,000	Not Applicable
79	SANTOSH DEVI LALWANI	Non Promoter	50,000	Not Applicable
80	SANDEEP AGARWAL	Non Promoter	1,00,000	Not Applicable
81	SAPNA AGGARWAL	Non Promoter	2,00,000	Not Applicable
82	SARIKA GUPTA	Non Promoter	25,000	Not Applicable
83	SAROJ GOYAL	Non Promoter	25,000	Not Applicable
84	SAROJ V RATHORE	Non Promoter	8,00,000	Not Applicable
85	SEEMA MITTAL	Non Promoter	25,000	Not Applicable
86	SELVARAJ	Non Promoter	1,00,000	Not Applicable
87	SHARPLINE NETWORK PRIVATE LIMITED	Non Promoter	50,000	1. Jyoti Dikshit 2. Sonia Sharma
88	SHIKHA GARG	Non Promoter	1,00,000	Not Applicable
89	SHWETA JHA	Non Promoter	10,000	Not Applicable
90	NAVRATHANMAL JAIN	Non Promoter	1,40,000	Not Applicable
91	SUSHILA DEVI JAIN	Non Promoter	50,000	Not Applicable
92	SURESH H LUNIYA	Non Promoter	1,00,000	Not Applicable
93	SUSHILA S LUNIYA	Non Promoter	1,00,000	Not Applicable
94	SYGNIFIC CORPORATE SOLUTIONS PVT LTD	Non Promoter	50,000	1. Archana Chawla 2. Vinay Kumar Chawla
95	TANVI KUMAR	Non Promoter	1,00,000	Not Applicable
96	TRISHA AGGARWAL	Non Promoter	2,00,000	Not Applicable
97	TUSHAR SANTOSHKUMAR PANDEY	Non Promoter	1,00,000	Not Applicable
98	URMILA KANKARIA	Non	1,00,000	Not Applicable

		Promoter		
99	V A TRADING VENTURE LLP	Non Promoter	3,00,000	1. Sapna Aggarwal 2. Vipin Aggarwal
100	VARDHMAN JAIN	Non Promoter	25,000	Not Applicable
101	VIKAS MARWAH	Non Promoter	75,000	Not Applicable
102	VINAY KUMAR CHAWLA	Non Promoter	2,00,000	Not Applicable
103	VINAYAK AGGARWAL	Non Promoter	1,00,000	Not Applicable
104	VIPIN GUPTA	Non Promoter	2,00,000	Not Applicable
105	VIPUL GUPTA	Non Promoter	25,000	Not Applicable
106	VISHAL GUPTA	Non Promoter	50,000	Not Applicable
107	VKC CORPORATE SOLUTIONS PRIVATE LIMITED	Non Promoter	50,000	1. Archana Chawla 2. Vinay Kumar Chawla
108	VRINDA AGGARWAL	Non Promoter	2,00,000	Not Applicable
109	VS FINYCORE PRIVATE LIMITED	Non Promoter	4,44,000	1. Sapna Aggarwal 2. Vipin Aggarwal
110	WULLEXE ADVISORS LLP	Non Promoter	25,000	1. Minakshi Jain 2. Bidyulata Panda
111	YOGESH GUPTA	Non Promoter	25,000	Not Applicable
112	SURESH KUMAR GARG	Non Promoter	1,00,000	Not Applicable
113	PARMOD KUMAR GUPTA	Non Promoter	5,00,000	Not Applicable
114	RAM BABU GUPTA	Non Promoter	5,00,000	Not Applicable
115	CHITERLEKHA	Non Promoter	5,00,000	Not Applicable
116	SACHIN AGGARWAL	Non Promoter	5,00,000	Not Applicable
	Total		**2,23,10,000**	

(xi) **The percentage (%) of Post Preferential Issue Capital that may be held by the allottees and change in control, if any, consequent to the Preferential Issue**: The percentage (%) of Post Preferential Issue Capital that may be held by the allottees as mentioned in table below and there shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of Equity Shares.

Sl. No	Name of the Proposed Allottee	Identity of the Ultimate Beneficial Owners*	No. & % of Equity Shares held prior to the Preferential Allotment		No. & % of Equity Shares to be issued and allotted		No. & % of Post issue Equity and voting share capital *(Assuming full allotment of 2,23,10,000 Equity Shares)	
			No. of Shares	%age	No. of Shares	%age	No. of Shares	%age
A)	**Promoters / Promoter Group**							
1	UMA NANDAM	Not Applicable	1,45,812	12.88%	11,75,000	5.27%	13,20,812	5.63%
2	ESWARA RAO NANDAM	Not Applicable	1,95,572	17.28%	10,00,000	4.48%	11,95,572	5.10%
3	POLYMATECH ELECTRONICS LIMITED	1. Eswara Rao Nandam 2. Uma Nandam	NIL	N.A	56,25,000	25.21%	56,25,000	24.00%
	Total (A)		**3,41,384**	**30.16**	**78,00,000**	**34.96%**	**81,41,384**	**34.73%**
B)	**Non-Promoter**							
4	AASHITA JAIN	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
5	ABHIJEET TYAGI	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
6	ABHILASH KUMAR	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
7	ABHISHEK AGRAWAL	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
8	ADHEESH KABRA	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
9	DHRUV AGARWAL	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
10	AGARWAL UNITED ENTERPRISE PRIVATE LIMITED	1. Dhruv Agarwal 2. Malini Manoj Agarwal	NIL	N.A	2,50,000	1.12%	2,50,000	1.07%
11	ANILA JAIN	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
12	ANISH KHURANA	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
13	ANUBHA ATULKUMAR AGRAWAL	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
14	ANURADHA GUPTA	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
15	AMITHA JAIN	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
16	ARATI KUMARI SAHU	Not Applicable	NIL	N.A	10,000	0.04%	10,000	0.04%
17	ARUN KUMAR JAIN	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
18	ARYA GUPTA	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
19	ASHU KUMAR AGGARWAL HUF	Ashu Kumar Aggarwal	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
20	ASHOK KUMAR HUF	S Ashok Kumar	NIL	N.A	1,20,000	0.54%	1,20,000	0.51%
21	ASHOKKUMAR V PASWAN	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
22	BHARTI GARG	Not Applicable	NIL	N.A	2,00,000	0.90%	2,00,000	0.85%
23	BHAVANA KHEMANI	Not Applicable	NIL	N.A	2,00,000	0.90%	2,00,000	0.85%
24	B RAJESH HUF	B Rajesh	NIL	N.A	1,25,000	0.56%	1,25,000	0.53%
25	BIG CAPITAL 66 SERVICES LLP	1. Rajesh Kumar 2. Raghav Kumar	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
26	CHANDER KAILASH GARG	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
27	CHETNA KANKARIA	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
28	DEEPSHIKHA GARG	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
29	DEVIKA GARG	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
30	DHRUVIL NIMESH JOSHI	Not Applicable	NIL	N.A	4,40,000	1.97%	4,40,000	1.88%
31	DILIP KUMAR LALWANI	Not Applicable	NIL	N.A	35,000	0.16%	35,000	0.15%
32	DILIPKUMAR SHAH HUF	Dilipkumar Shah	NIL	N.A	25,000	0.11%	25,000	0.11%
33	FYLFOT SECURITIES PRIVATE LIMITED	1. Nupur Aggarwal 2. Nidhi	NIL	N.A	2,00,000	0.90%	2,00,000	0.85%

Sl. No	Name of the Proposed Allottee	Identity of the Ultimate Beneficial Owners*	No. & % of Equity Shares held prior to the Preferential Allotment		No. & % of Equity Shares to be issued and allotted		No. & % of Post issue Equity and voting share capital *(Assuming full allotment of 2,23,10,000 Equity Shares)	
			No. of Shares	%age	No. of Shares	%age	No. of Shares	%age
		Gupta 3. Naveen Gupta						
34	RATHORE GAURAVRAJSINGH VIJAYSINGH	Not Applicable	NIL	N.A	8,00,000	3.59%	8,00,000	3.41%
35	GEETAM SHREE	Not Applicable	NIL	N.A	1,25,000	0.56%	1,25,000	0.53%
36	HARSH KUMAR	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
37	HULAS CHAND LALWANI	Not Applicable	NIL	N.A	75,000	0.34%	75,000	0.32%
38	JASMEET WALIA	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
39	JYOTI ARORA	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
40	KARAN SACHAR	Not Applicable	NIL	N.A	75,000	0.34%	75,000	0.32%
41	KIRTI CHAUDHARY	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
42	K MANISH KUMAR JAIN	Not Applicable	NIL	N.A	60,000	0.27%	60,000	0.26%
43	K N ANAND	Not Applicable	NIL	N.A	2,00,000	0.90%	2,00,000	0.85%
44	MADHU SUDAN GOYAL	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
45	MAMTA JAIN	Not Applicable	NIL	N.A	1,25,000	0.56%	1,25,000	0.53%
46	MANISH BANSAL	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
47	MANISH GARG	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
48	MANISH GUPTA	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
49	MANJU AGARWAL	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
50	MANYA BANSAL	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
51	MAYANK AGGARWAL	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
52	MEGHA PABREJA	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
53	MEHUL CHAURASIA	Not Applicable	NIL	N.A	70,000	0.31%	70,000	0.30%
54	MOHIT GOEL	Not Applicable	NIL	N.A	75,000	0.34%	75,000	0.32%
55	MRADUL AGGARWAL	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
56	M RAJKUMAR HUF	M Rajkumar	NIL	N.A	1,20,000	0.54%	1,20,000	0.51%
57	NARESH KUMAR AGGARWAL	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
58	NAVAL KISHOR RAJGARHIA	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
59	NAVIN NISHCHAL	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
60	NEETY JAIN	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
61	NEHA MAHESHWARY	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
62	NIDHI JAIN	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
63	NIKHIL GAMBHIR	Not Applicable	NIL	N.A	3,00,000	1.34%	3,00,000	1.28%
64	NIKHIL TYAGI	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
65	NIMESH S JOSHI	Not Applicable	NIL	N.A	5,00,000	2.24%	5,00,000	2.13%
66	PRASHANTH RAJ GOVIND	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
67	PRAVEEN KUMAR JAIN	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
68	PREETI VIPUL PAUN	Not Applicable	NIL	N.A	36,000	0.16%	36,000	0.15%
69	PREMLATHA P	Not Applicable	NIL	N.A	1,25,000	0.56%	1,25,000	0.53%
70	PRIYANKA GUPTA	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
71	R LOGAVEERAPANDIAN	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
72	RAMVEER SINGH	Not Applicable	NIL	N.A	2,50,000	1.12%	2,50,000	1.07%
73	RASHMI NIMESH JOSHI	Not Applicable	NIL	N.A	5,00,000	2.24%	5,00,000	2.13%
74	RICHA GAURAVRAJSINGH RATHORE	Not Applicable	NIL	N.A	4,00,000	1.79%	4,00,000	1.71%
75	RISHABH KAPOOR	Not Applicable	NIL	N.A	2,00,000	0.90%	2,00,000	0.85%
76	RIYA	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
77	SAISHYAM TRADING	1. Vikas	NIL	N.A	25,000	0.11%	25,000	0.11%

Sl. No	Name of the Proposed Allottee	Identity of the Ultimate Beneficial Owners*	No. & % of Equity Shares held prior to the Preferential Allotment		No. & % of Equity Shares to be issued and allotted		No. & % of Post issue Equity and voting share capital *(Assuming full allotment of 2,23,10,000 Equity Shares)	
			No. of Shares	%age	No. of Shares	%age	No. of Shares	%age
	LLP	Bansal 2. Amit Agarwal 3. Tarun Mittal						
78	SAKSHI TOMAR PARIHAR	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
79	SANTOSH DEVI LALWANI	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
80	SANDEEP AGARWAL	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
81	SAPNA AGGARWAL	Not Applicable	NIL	N.A	2,00,000	0.90%	2,00,000	0.85%
82	SARIKA GUPTA	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
83	SAROJ GOYAL	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
84	SAROJ V RATHORE	Not Applicable	NIL	N.A	8,00,000	3.59%	8,00,000	3.41%
85	SEEMA MITTAL	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
86	SELVARAJ	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
87	SHARPLINE NETWORK PRIVATE LIMITED	1. Jyoti Dikshit 2. Sonia Sharma	NIL	N.A	50,000	0.22%	50,000	0.21%
88	SHIKHA GARG	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
89	SHWETA JHA	Not Applicable	NIL	N.A	10,000	0.04%	10,000	0.04%
90	NAVRATHANMAL JAIN	Not Applicable	NIL	N.A	1,40,000	0.63%	1,40,000	0.60%
91	SUSHILA DEVI JAIN	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
92	SURESH H LUNIYA	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
93	SUSHILA S LUNIYA	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
94	SYGNIFIC CORPORATE SOLUTIONS PVT LTD	1. Archana Chawla 2. Vinay Kumar Chawla	NIL	N.A	50,000	0.22%	50,000	0.21%
95	TANVI KUMAR	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
96	TRISHA AGGARWAL	Not Applicable	NIL	N.A	2,00,000	0.90%	2,00,000	0.85%
97	TUSHAR SANTOSHKUMAR PANDEY	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
98	URMILA KANKARIA	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
99	V A TRADING VENTURE LLP	1. Sapna Aggarwal 2. Vipin Aggarwal	NIL	N.A	3,00,000	1.34%	3,00,000	1.28%
100	VARDHMAN JAIN	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
101	VIKAS MARWAH	Not Applicable	NIL	N.A	75,000	0.34%	75,000	0.32%
102	VINAY KUMAR CHAWLA	Not Applicable	NIL	N.A	2,00,000	0.90%	2,00,000	0.85%
103	VINAYAK AGGARWAL	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
104	VIPIN GUPTA	Not Applicable	NIL	N.A	2,00,000	0.90%	2,00,000	0.85%
105	VIPUL GUPTA	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
106	VISHAL GUPTA	Not Applicable	NIL	N.A	50,000	0.22%	50,000	0.21%
107	VKC CORPORATE SOLUTIONS PRIVATE LIMITED	1. Archana Chawla 2. Vinay Kumar Chawla	NIL	N.A	50,000	0.22%	50,000	0.21%

Sl. No	Name of the Proposed Allottee	Identity of the Ultimate Beneficial Owners*	No. & % of Equity Shares held prior to the Preferential Allotment		No. & % of Equity Shares to be issued and allotted		No. & % of Post issue Equity and voting share capital *(Assuming full allotment of 2,23,10,000 Equity Shares)	
			No. of Shares	%age	No. of Shares	%age	No. of Shares	%age
108	VRINDA AGGARWAL	Not Applicable	NIL	N.A	2,00,000	0.90%	2,00,000	0.85%
109	VS FINYCORE PRIVATE LIMITED	1. Sapna Aggarwal 2. Vipin Aggarwal	NIL	N.A	4,44,000	1.99%	4,44,000	1.89%
110	WULLEXE ADVISORS LLP	1. Minakshi Jain 2. Bidyulata Panda	NIL	N.A	25,000	0.11%	25,000	0.11%
111	YOGESH GUPTA	Not Applicable	NIL	N.A	25,000	0.11%	25,000	0.11%
112	SURESH KUMAR GARG	Not Applicable	NIL	N.A	1,00,000	0.45%	1,00,000	0.43%
113	PARMOD KUMAR GUPTA	Not Applicable	NIL	N.A	5,00,000	2.24%	5,00,000	2.13%
114	RAM BABU GUPTA	Not Applicable	NIL	N.A	5,00,000	2.24%	5,00,000	2.13%
115	CHITERLEKHA	Not Applicable	NIL	N.A	5,00,000	2.24%	5,00,000	2.13%
116	SACHIN AGGARWAL	Not Applicable	NIL	N.A	5,00,000	2.24%	5,00,000	2.13%
	Total (B)				**1,45,10,000**	**65.04%**	**1,53,00,456**	**65.27%**
	Total (A+B)				**2,23,10,000**	**100.00%**	**2,34,41,840**	**100.00%**

(xii) **Changes in control, if any, in the Company consequent to the issue:** There shall be no change in the control or management of the Company. However, voting rights will change in random with the share

(xiii) holding pattern.

(xiv) **Number of persons to whom allotment has already been made during the year, in terms of Number of Securities as well as Price:** The Company has not made any allotment of shares during the year and hence this provision is not applicable.

(xv) **Justification for the allotment proposed to be made for consideration other than cash together with the Valuation Report of the Registered Valuer:** Not applicable as the allotment is not being made for consideration other than cash.

(xvi) **Lock in restrictions:** The equity shares to be issued and allotted to the proposed allottee shall be subject to lock-in as per the requirement of the provisions of the SEBI (ICDR) Regulations.

(xvii) **Certificate from Practicing Company Secretary:** A certificate from the Practicing Company Secretary Pooja Gala & Associates (Membership No. 69393 ;COP: 25845; peer review: 5760/2024) certifying that the proposed preferential issue of Equity Shares is being made in accordance with the requirement of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as required under chapter V, Regulation 163 of SEBI (ICDR) Regulations has been obtained and shall be placed before the shareholders at the Extraordinary General Meeting of the Company. The Certificate will also be available on the Company's website https://www.software13.in

(xviii) **Undertakings:**

In accordance with the SEBI ICDR Regulations;

i. The Company is eligible to make the Preferential Issue under Chapter V of the SEBI ICDR Regulations;

ii. The Company does not have any outstanding dues to SEBI, Stock Exchange or the

depositories;

iii. The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the stock exchange(s) where its equity shares are listed;

iv. The Company shall be making application seeking in-principle approval to the stock exchange(s), where its equity shares are listed, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution;

v. The Company is in compliance with the conditions for continuous listing;

vi. All the Equity Shares held by the proposed allottees in the Company are in dematerialized form only;

vii. No person belonging to the promoter / promoter group have sold / transferred any equity shares of the Company during 90 trading days preceding the Relevant Date.

viii. The Proposed Allottees have not sold/transferred any Equity Shares of the Company during 90 trading days preceding the Relevant Date.

ix. No person belonging to the promoters / promoter group has previously subscribed to any warrants of the Company during the last one year.

The Company undertakes to re-compute the price of the equity shares issued in terms of the preferential allotment under this resolution in terms of the SEBI (ICDR) Regulations where it is required to do so.

The Company undertakes that if the amount payable on account of re-computation of price is not paid/ within the time stipulated in the SEBI (ICDR) Regulations, the specified equity shares shall continue to be locked-in till the time such amount is paid by the allottee.

(xix) **Disclosure pertaining to willful defaulters or a fraudulent borrower:** Neither the Company nor any of its promoters or directors is willful defaulters or a fraudulent borrower.

(xx) **Disclosure pertaining to Fugitive Economic Offender:** None of our Directors or Promoters is a fugitive economic offender as defined under the SEBI ICDR Regulations.

(xxi) Current and proposed Status of the Proposed Allottee post preferential issue: The proposed allotment shall be made to the promoters as well as to the non-promoters, and the details of the same is mentioned below:

Sl. No.	Name of the Proposed Allottee	Current Status of the Proposed Allottee	Proposed status of the Proposed Allottee post the preferential issue
1	UMA NANDAM	Promoter	Promoter
2	ESWARA RAO NANDAM	Promoter	Promoter
3	POLYMATECH ELECTRONICS LIMITED	Promoter	Promoter
4	AASHITA JAIN	Non-Promoter	Non-Promoter
5	ABHIJEET TYAGI	Non-Promoter	Non-Promoter
6	ABHILASH KUMAR	Non-Promoter	Non-Promoter
7	ABHISHEK AGRAWAL	Non-Promoter	Non-Promoter
8	ADHEESH KABRA	Non-Promoter	Non-Promoter
9	DHRUV AGARWAL	Non-Promoter	Non-Promoter
10	AGARWAL UNITED	Non-Promoter	Non-Promoter

Sl. No.	Name of the Proposed Allottee	Current Status of the Proposed Allottee	Proposed status of the Proposed Allottee post the preferential issue
	ENTERPRISE PRIVATE LIMITED		
11	ANILA JAIN	Non-Promoter	Non-Promoter
12	ANISH KHURANA	Non-Promoter	Non-Promoter
13	ANUBHA ATULKUMAR AGRAWAL	Non-Promoter	Non-Promoter
14	ANURADHA GUPTA	Non-Promoter	Non-Promoter
15	AMITHA JAIN	Non-Promoter	Non-Promoter
16	ARATI KUMARI SAHU	Non-Promoter	Non-Promoter
17	ARUN KUMAR JAIN	Non-Promoter	Non-Promoter
18	ARYA GUPTA	Non-Promoter	Non-Promoter
19	ASHU KUMAR AGGARWAL HUF	Non-Promoter	Non-Promoter
20	ASHOK KUMAR HUF	Non-Promoter	Non-Promoter
21	ASHOKKUMAR V PASWAN	Non-Promoter	Non-Promoter
22	BHARTI GARG	Non-Promoter	Non-Promoter
23	BHAVANA KHEMANI	Non-Promoter	Non-Promoter
24	B RAJESH HUF	Non-Promoter	Non-Promoter
25	BIG CAPITAL 66 SERVICES LLP	Non-Promoter	Non-Promoter
26	CHANDER KAILASH GARG	Non-Promoter	Non-Promoter
27	CHETNA KANKARIA	Non-Promoter	Non-Promoter
28	DEEPSHIKHA GARG	Non-Promoter	Non-Promoter
29	DEVIKA GARG	Non-Promoter	Non-Promoter
30	DHRUVIL NIMESH JOSHI	Non-Promoter	Non-Promoter
31	DILIP KUMAR LALWANI	Non-Promoter	Non-Promoter
32	DILIPKUMAR SHAH HUF	Non-Promoter	Non-Promoter
33	FYLFOT SECURITIES PRIVATE LIMITED	Non-Promoter	Non-Promoter
34	RATHORE GAURAVRAJSINGH VIJAYSINGH	Non-Promoter	Non-Promoter
35	GEETAM SHREE	Non-Promoter	Non-Promoter
36	HARSH KUMAR	Non-Promoter	Non-Promoter
37	HULAS CHAND LALWANI	Non-Promoter	Non-Promoter
38	JASMEET WALIA	Non-Promoter	Non-Promoter
39	JYOTI ARORA	Non-Promoter	Non-Promoter
40	KARAN SACHAR	Non-Promoter	Non-Promoter
41	KIRTI CHAUDHARY	Non-Promoter	Non-Promoter
42	K MANISH KUMAR JAIN	Non-Promoter	Non-Promoter
43	K N ANAND	Non-Promoter	Non-Promoter
44	MADHU SUDAN GOYAL	Non-Promoter	Non-Promoter
45	MAMTA JAIN	Non-Promoter	Non-Promoter
46	MANISH BANSAL	Non-Promoter	Non-Promoter
47	MANISH GARG	Non-Promoter	Non-Promoter
48	MANISH GUPTA	Non-Promoter	Non-Promoter
49	MANJU AGARWAL	Non-Promoter	Non-Promoter
50	MANYA BANSAL	Non-Promoter	Non-Promoter
51	MAYANK AGGARWAL	Non-Promoter	Non-Promoter

Sl. No.	Name of the Proposed Allottee	Current Status of the Proposed Allottee	Proposed status of the Proposed Allottee post the preferential issue
52	MEGHA PABREJA	Non-Promoter	Non-Promoter
53	MEHUL CHAURASIA	Non-Promoter	Non-Promoter
54	MOHIT GOEL	Non-Promoter	Non-Promoter
55	MRADUL AGGARWAL	Non-Promoter	Non-Promoter
56	M RAJKUMAR HUF	Non-Promoter	Non-Promoter
57	NARESH KUMAR AGGARWAL	Non-Promoter	Non-Promoter
58	NAVAL KISHOR RAJGARHIA	Non-Promoter	Non-Promoter
59	NAVIN NISHCHAL	Non-Promoter	Non-Promoter
60	NEETY JAIN	Non-Promoter	Non-Promoter
61	NEHA MAHESHWARY	Non-Promoter	Non-Promoter
62	NIDHI JAIN	Non-Promoter	Non-Promoter
63	NIKHIL GAMBHIR	Non-Promoter	Non-Promoter
64	NIKHIL TYAGI	Non-Promoter	Non-Promoter
65	NIMESH S JOSHI	Non-Promoter	Non-Promoter
66	PRASHANTH RAJ GOVIND	Non-Promoter	Non-Promoter
67	PRAVEEN KUMAR JAIN	Non-Promoter	Non-Promoter
68	PREETI VIPUL PAUN	Non-Promoter	Non-Promoter
69	PREMLATHA P	Non-Promoter	Non-Promoter
70	PRIYANKA GUPTA	Non-Promoter	Non-Promoter
71	R LOGAVEERAPANDIAN	Non-Promoter	Non-Promoter
72	RAMVEER SINGH	Non-Promoter	Non-Promoter
73	RASHMI NIMESH JOSHI	Non-Promoter	Non-Promoter
74	RICHA GAURAVRAJSINGH RATHORE	Non-Promoter	Non-Promoter
75	RISHABH KAPOOR	Non-Promoter	Non-Promoter
76	RIYA	Non-Promoter	Non-Promoter
77	SAISHYAM TRADING LLP	Non-Promoter	Non-Promoter
78	SAKSHI TOMAR PARIHAR	Non-Promoter	Non-Promoter
79	SANTOSH DEVI LALWANI	Non-Promoter	Non-Promoter
80	SANDEEP AGARWAL	Non-Promoter	Non-Promoter
81	SAPNA AGGARWAL	Non-Promoter	Non-Promoter
82	SARIKA GUPTA	Non-Promoter	Non-Promoter
83	SAROJ GOYAL	Non-Promoter	Non-Promoter
84	SAROJ V RATHORE	Non-Promoter	Non-Promoter
85	SEEMA MITTAL	Non-Promoter	Non-Promoter
86	SELVARAJ	Non-Promoter	Non-Promoter
87	SHARPLINE NETWORK PRIVATE LIMITED	Non-Promoter	Non-Promoter
88	SHIKHA GARG	Non-Promoter	Non-Promoter
89	SHWETA JHA	Non-Promoter	Non-Promoter
90	NAVRATHANMAL JAIN	Non-Promoter	Non-Promoter
91	SUSHILA DEVI JAIN	Non-Promoter	Non-Promoter
92	SURESH H LUNIYA	Non-Promoter	Non-Promoter
93	SUSHILA S LUNIYA	Non-Promoter	Non-Promoter
94	SYGNIFIC CORPORATE SOLUTIONS PVT LTD	Non-Promoter	Non-Promoter
95	TANVI KUMAR	Non-Promoter	Non-Promoter

Sl. No.	Name of the Proposed Allottee	Current Status of the Proposed Allottee	Proposed status of the Proposed Allottee post the preferential issue
96	TRISHA AGGARWAL	Non-Promoter	Non-Promoter
97	TUSHAR SANTOSHKUMAR PANDEY	Non-Promoter	Non-Promoter
98	URMILA KANKARIA	Non-Promoter	Non-Promoter
99	V A TRADING VENTURE LLP	Non-Promoter	Non-Promoter
100	VARDHMAN JAIN	Non-Promoter	Non-Promoter
101	VIKAS MARWAH	Non-Promoter	Non-Promoter
102	VINAY KUMAR CHAWLA	Non-Promoter	Non-Promoter
103	VINAYAK AGGARWAL	Non-Promoter	Non-Promoter
104	VIPIN GUPTA	Non-Promoter	Non-Promoter
105	VIPUL GUPTA	Non-Promoter	Non-Promoter
106	VISHAL GUPTA	Non-Promoter	Non-Promoter
107	VKC CORPORATE SOLUTIONS PRIVATE LIMITED	Non-Promoter	Non-Promoter
108	VRINDA AGGARWAL	Non-Promoter	Non-Promoter
109	VS FINYCORE PRIVATE LIMITED	Non-Promoter	Non-Promoter
110	WULLEXE ADVISORS LLP	Non-Promoter	Non-Promoter
111	YOGESH GUPTA	Non-Promoter	Non-Promoter
112	SURESH KUMAR GARG	Non-Promoter	Non-Promoter
113	PARMOD KUMAR GUPTA	Non-Promoter	Non-Promoter
114	RAM BABU GUPTA	Non-Promoter	Non-Promoter
115	CHITERLEKHA	Non-Promoter	Non-Promoter
116	SACHIN AGGARWAL	Non-Promoter	Non-Promoter

The Board of Directors of the Company believes that the proposed Issue is in the best interest of the Company and its Members. The Board, therefore, recommends the Special Resolution set out at Item no. 4 for the approval of the members.

None of the Promoters or Directors and their relatives forming part of the Promoter Group of the Company have any interest in this resolution They do not have any concern or interest, financial or otherwise, in the proposed resolution.

None of the Directors, Key Managerial Personnel and their relatives except Mr. Eswara Rao Nandam and Ms. Uma Nandam, promoter of the company are concerned or interested, financially or otherwise in the resolution as set out in Item no. 4.

ITEM NO. 5:

AUTHORIZATION TO MAKE LOAN(S) AND GIVE GUARANTEE(S), PROVIDE SECURITY (IES) OR MAKE INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

The Company has been making investments in, giving loans and guarantees and providing securities in connection with loans to various persons and bodies corporate (including its subsidiary or associates, if any) for the purpose of their business activities, from time to time, in compliance with the applicable provisions of the Act. The Board of Directors intends to provide loan, investment, guarantee and security to other person(s) and/or Body Corporate(s) in view of company's strategic plans.

Hence, as per sub-section (2) & (3) of Section 186 of The Companies Act, 2013, a Company is required to obtain the prior approval of the members through special resolution, in case the Company wants to

a. Give any loan to any person or other body corporate;
b. Give any guarantee or provide security in connection with a loan to any other body corporate or person; and
c. Acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding 60% of its paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account or 100% of its free reserve and securities premium account, whichever is more.

Your company is growing and therefore in order to capitulate the various opportunities of the prevailing industry, the Board of directors is seeking approval of the members pursuant to Section 186 of The Companies Act, 2013 over and above the limit as specified in the resolution No. 5.

None of the Directors, Key managerial personnel or their relatives thereof is interested or concerned in the proposed resolution except to the extent to their shareholding.

The Board commends the passing of the special resolution set out at item No. 5 of accompanying notice.

Registered Office:
No-42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu – 603 204

By the Order of the Board
For, Artificial Electronics Intelligent Material Limited
(Formerly known as Datasoft Application Software (India) Limited)

SD/-
Eswara Rao Nandam
Director
DIN: 02220039

SD/-
Uma Nandam
Whole-time Director
DIN: 02220048

Place: Kancheepuram, Tamil Nadu
Date: 21st August 2024

ANNEXURE TO NOTICE

Relevant details as stipulated under Regulation 36(3) of SEBI (LODR), 2015 and Secretarial Standard on General Meetings ("SS-2") issued by Institute of Company Secretaries of India, in respect of directors seeking appointment / reappointment as directors under Resolution No. 2 is as under:

Name of the Director	**Mr. Karuppannan Tamilselvan (DIN: 09542029)**
Date of Birth	20/04/1970
Date of first Appointment on the Board	29/05/2023
Qualifications	Master degree in Electrical Engineering, Master degree in Business Administration, Qualified Chartered Engineer
Experience/Brief Resume/ Nature of expertise in specific functional areas	Having Experience in Industrial Engineering & Operational as well as Production
Terms and Conditions of Appointment along with remuneration sought to be paid	N.A.
Remuneration last drawn by such person, if any	Nil
No. of Shares held in the Company as on 31st March, 2024	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company/ Disclosure of relationships between directors inter-se;	N.A.
Number of Meetings of the Board attended during the year	8 Board Meeting
Directorship / Designated Partner in other Companies / LLPs	1. Sensa Agro Private Limited 2. Sensa Harmya Constructions Private Limited 3. Viswam Food Products Private Limited 4. Mitsuya Farms Private Limited
Chairman/Member of the Committees of Board of other Companies/ Names of listed entities in which the person also holds the directorship and the membership of the Committees of the board	Member in Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee of M/s. Artificial Electronics Intelligent Material Limited

BOARD'S REPORT

To,
The Members,
Artificial Electronics Intelligent Material Limited
(Formerly known as Datasoft Application Software (India) Limited)

Your Directors present the 32nd Annual Report on the Business and Operations of the Company along with the Audited Statement of Accounts for the Financial Year ended on 31st March, 2024.

1. FINANCIAL RESULT:

The financial performance of the Company for the Financial Year ended on 31st March, 2024 and for the previous financial year ended on 31st March, 2023 is given below:

(Rs. in Lakhs)

Particulars	2023-24	2022-23
Revenue from Operations	243.00	0
Other Income	1.62	0.06
Total Income	**244.62**	**0.06**
Total Expenses	**219.06**	**52.18**
Profit Before Exceptional and Extra Ordinary Items and Tax	**23.95**	**(52.12)**
Exceptional Items	0.00	0
Extra Ordinary Items	0.00	0
Profit Before Tax	**23.95**	**(52.12)**
Tax Expense:		
Current Tax	6.29	0
Deferred Tax	0.35	0
Profit for the period	**17.31**	**(52.12)**
Earnings per share (EPS)		
Basic	**1.53**	**(4.61)**
Diluted	**1.53**	**(4.61)**

2. OPERATIONS:

Total revenue for Financial Year 2023-24 is Rs. 244.62 Lakhs compared to the total revenue of Rs. 0.06 Lakhs of Previous Financial Year. The Company has incurred Loss before tax for the Financial Year 2023-24 of Rs. 23.95 Lakhs as compared to Loss before tax of Rs. (52.12) Lakhs of previous Financial Year. Net Profit for the Financial Year 2023-24 is Rs. 17.31 Lakhs as against Net Loss of Rs. (52.12) Lakhs of previous Financial Year. The Directors are continuously looking for the new avenues for future growth of the Company and expect more growth in the future period.

3. CHANGE IN NATURE OF BUSINESS, IF ANY:

During the Financial Year 2023-24, there was no change in nature of Business of the Company.

4. SHARE CAPITAL:

The Authorized Share Capital of the Company as on March 31, 2024 is Rs. 15,00,00,000/- divided into 1,50,00,000 Equity Shares of Rs. 10/- each and Issued, Subscribed and Paid-up Equity Share Capital of the Company is Rs. 1,13,18,400/- comprising of 11,31,840 Equity shares of Rs. 10/-.

5. DIVIDEND:

To conserve the resources for future prospect and growth of the Company, your Directors do not recommend any dividend for the Financial Year 2023-24 (Previous year - Nil).

6. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

Pursuant to Section 124 of the Companies Act, 2013, the amount of dividend remaining unpaid or unclaimed for a period of seven years shall be transferred to the Investor Education and Protection Fund ("IEPF"). During the year under review, there was no unpaid or unclaimed dividend in the "Unpaid Dividend Account" lying for a period of seven years from the date of transfer of such unpaid dividend to the said account. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund.

7. TRANSFER TO OTHER EQUITY:

The loss of the Company for the Financial Year ending on 31st March, 2024 is transferred to Profit and Loss account of the Company under Reserves and Surplus (i.e. Other Equity).

8. WEBLINK FOR ANNUAL REPORT:

Pursuant to Section 92(3) read with Section134(3)(a) of the Act, the Annual Return as on March 31, 2024 is available on the Company's website www.software13.in

9. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THE FINANCIAL STATEMENTS RELATES AND THE DATE OF THE REPORT:

- **Change in Registered Office of the Company:**

  Board of Directors has approved Change in registered office of the Company in their Board Meeting held on 7th December, 2024 from Plot No. OZ-13, Sipcot Hi-Tech SEZ, Oragadam, Sriperumbudur, Kancheepuram, Tamil Nadu to No-42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu, India – 603 204, w.e.f. 1st January, 2024.

- **Change in Corporate Office of the Company where Books of Accounts of the Company are Kept & Maintained:**

  Board of Directors has approved Change in Corporate Office of the Company where books of accounts of the Company are kept and maintained in their Board Meeting held on 7th December, 2024 from Plot No. OZ-13, Sipcot Hi-Tech SEZ, Oragadam, Sriperumbudur, Kancheepuram, Tamil Nadu to No-42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu, India – 603 204, w.e.f. 1st January, 2024.

10. CHANGE IN THE NAME OF THE COMPANY:

The Name of the Company is changed from Datasoft Application Software (India) Limited to Artificial Electronic Intelligent Material Limited in the Extra-Ordinary General Meeting ("EGM") held on 11th May, 2024.

BSE had approved Name Change of the Company to Artificial Electronic Intelligent Material Limited w.e.f. 12th July, 2024.

11. SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

There are no significant material orders passed by the Regulators or Courts or Tribunal, which would impact the going concern status of the Company and its future operation.

12. BOARD MEETINGS AND ATTENDANCE:

The Directors of the Company met at regular intervals at least once in a quarter with the gap between two meetings not exceeding 120 days to take a view of the Company's policies and strategies apart from the Board Matters.

During the year under the review, the Board of Directors met 9 (Nine) times viz., 26th May, 2023, 29th May, 2023, 14th August, 2023, 6th September, 2023, 10th November, 2023, 11th November, 2023, 7th December, 2023, 14th February, 2024 and 23rd March, 2024.

13. DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134 (3) (c) and 134 (5) of the Companies Act, 2013, to the best of their knowledge and belief the Board of Directors hereby submit that:

a. In the preparation of the Annual Accounts, for the year ended on 31st March, 2024 the applicable accounting standards have been followed and there are no material departure from the same,

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 as at 31st March, 2024 and Profit and Loss of the Company for the financial year ended on 31st March, 2024.

c. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 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 are 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.

14. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The provisions of section 135 of the Companies Act, 2013 is not applicable to your Company as the Company does not fall under the criteria limits mentioned in the said section of the Act.

Hence, the Company has not taken voluntary initiative towards any activity mentioned for Corporate Social Responsibility.

15. COMMENT ON AUDITORS' REPORT:

There were no qualifications, reservations, adverse remarks or disclaimer made by the Auditors in their report on the financial statement of the Company for the financial year ended on 31st March, 2024. Maintenance of cost records as specified under Companies Act, 2013 is not applicable to the Company.

16. PARTICULARS OF LOANS GIVEN, GUARANTEES GIVEN, INVESTMENTS MADE AND SECURITIES PROVIDED UNDER SECTION 186 OF THE COMPANIES ACT,2013:

The details of loans, investment, guarantees and securities covered under the provisions of section 186 of the Companies Act, 2013 are provided in the financial statement.

17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

All transactions to be entered by the Company with related parties will be in the ordinary course of business and on an arm's length basis. However, the Company has not entered into any related party transaction, as provided in Section 188 of the Companies Act, 2013, with the related party. Hence, Disclosure as required under Section 188 of the Companies Act, 2013 is not applicable to the Company.

18. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has in place adequate internal financial controls with reference to financial statement across the organization. The same is subject to review periodically by the internal audit cell for its effectiveness. During the financial year, such controls were tested and no reportable material weaknesses in the design or operations were observed. The Statutory Auditors of the Company also test the effectiveness of Internal Financial Controls in accordance with the requisite standards prescribed by ICAI. Their expressed opinion forms part of the Independent Auditor's report.

Internal Financial Controls are an integrated part of the risk management process, addressing financial and financial reporting risks. The internal financial controls have been documented, digitized and embedded in the business processes.

Assurance on the effectiveness of internal financial controls is obtained through management reviews, control self-assessment, continuous monitoring by functional experts. We believe that these systems provide reasonable assurance that our internal financial controls are designed effectively and are operating as intended.

During the year, no reportable material weakness was observed.

19. RESERVES & SURPLUS:

Sr. No.	Particulars	(Rs. in Thousands)
1.	Balance at the beginning of the year	(10,516)
2.	Current Year's Profit	1,731
3.	Amount of Securities Premium and other Reserves	2
	Total	(8785)

20. FOREIGN EXCHANGE EARNINGS AND OUTGO:

	Foreign exchange earnings and outgo	F.Y. 2023-24	F.Y. 2022-23
a.	Foreign exchange earnings	Nil	Nil
b.	CIF value of imports	Nil	Nil
c.	Expenditure in foreign currency	Nil	Nil

21. DISCLOSURES RELATING TO HOLDING / SUBSIDIARY / ASSOCIATE COMPANY AND JOINT VENTURES:

The Company does not have any Holding / Subsidiary/Associate Company and Joint Venture.

22. SECRETARIAL STANDARDS:

During the year under review, the Company has complied with the applicable Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI). The Company has devised proper systems to ensure compliance with its provisions and is in compliance with the same.

23. STATEMENT ON ANNUAL EVALUATION MADE BY THE BOARD OF DIRECTORS:

The Board evaluated the effectiveness of its functioning, that of the Committees and of individual Directors, pursuant to the provisions of the Act and SEBI Listing Regulations. The Board sought the feedback of Directors on various parameters including:

- Degree of fulfillment of key responsibilities towards stakeholders (by way of monitoring corporate governance practices, participation in the long-term strategic planning, etc.);
- Structure, composition, and role clarity of the Board and Committees;
- Extent of co-ordination and cohesiveness between the Board and its Committees;
- Effectiveness of the deliberations and process management;
- Board / Committee culture and dynamics; and
- Quality of relationship between Board Members and the Management.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

The Chairman of the Board had one-on-one meetings with each Independent Director and the Chairman of NRC had one-on-one meetings with each Executive and Non-Executive, Non-Independent Directors. These meetings were intended to obtain Directors' inputs on effectiveness of the Board/ Committee processes.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, the Board as a whole, and the Chairman of the Company was evaluated, taking into account the views of Executive Directors and Non-Executive Directors.

The Nomination and Remuneration Committee reviewed the performance of the individual directors and the Board as a whole.

In the Board meeting that followed the meeting of the independent directors and the meeting of Nomination and Remuneration Committee, the performance of the Board, its committees, and individual directors was discussed.

The evaluation process endorsed the Board Members' confidence in the ethical standards of the Company, the resilience of the Board and the Management in navigating the Company during challenging times, cohesiveness amongst the Board Members, constructive relationship between the Board and the Management, and the openness of the Management in sharing strategic information to enable Board Members to discharge their responsibilities and fiduciary duties.

The Board carried out an annual performance evaluation of its own performance and that of its committees and individual directors as per the formal mechanism for such evaluation adopted by the Board. The performance evaluation of all the Directors was carried out by the Nomination and Remuneration Committee.

The performance evaluation of the Chairman, the Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. The exercise of performance evaluation was carried out through a structured evaluation process covering various aspects of the Board functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, contribution at the meetings and otherwise, independent judgment, governance issues etc.

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of the Directors individually as well as evaluation of the working of the Board by way of individual feedback from directors.

The evaluation frameworks were the following key areas:

a) For Non-Executive & Independent Directors:

- Knowledge
- Professional Conduct
- Comply Secretarial Standard issued by ICSI Duties
- Role and functions

b) For Executive Directors:

- Performance as leader
- Evaluating Business Opportunity and analysis of Risk Reward Scenarios
- Key set investment goal
- Professional conduct and integrity
- Sharing of information with Board.
- Adherence applicable government law

The Directors expressed their satisfaction with the evaluation process.

24. MANAGING THE RISKS OF FRAUD, CORRUPTION AND UNETHICAL BUSINESS PRACTICES:

A. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has established vigil mechanism and framed whistle blower policy for Directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct or Ethics Policy.

B. BUSINESS CONDUCT POLICY

The Company has framed "Business Conduct Policy". Every employee is required to review and sign the policy at the time of joining and an undertaking shall be given for adherence to the Policy. The objective of the Policy is to conduct the business in an honest, transparent and in an ethical manner. The policy provides for anti-bribery and avoidance of other corruption practices by the employees of the Company.

25. PARTICULARS OF EMPLOYEES:

The provisions of Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company as none of the Employees of the Company has received remuneration above the limits specified in the Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 during the financial year 2023-24.

26. LOANS FROM DIRECTOR / RELATIVE OF DIRECTOR:

During the year under review, the Company has not entered into any materially significant related party transactions which may have potential conflict with the interest of the Company at large. Suitable disclosures as required are provided in AS-18 which is forming the part of the notes to financial statement.

27. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Directors and Key Managerial Personnel of the Company are summarized below:

Sr. No.	Name	Designation	DIN / PAN
1.	Mr. Eswara Rao Nandam[3,6,7]	Non-Executive Director	02220039
2.	Ms. Uma Nandam[4]	Whole-time Director	02220048
3.	Mr. Vishaal Nandam[6,7]	Non-Executive Director	07318680
4.	Mr. Karuppannan tamilselvan[2,5]	Non-Executive Director	09542029
5.	Mr. Achal Kapoor[2,5]	Independent Director	09150394
6.	Ms. Preeti Garg[2,5]	Independent Director	09662113
7.	Ms. Uma Nandam	Chief Financial Officer	AFZPN3897G
8.	Ms. Pratibha Dhanuka	Company Secretary	AIXPB8241M
9.	Mr. Hidenobu Hitotsumatsu[1]	Independent Director	08320813
10.	Ms. Rapala Virtanen Tarja Hannele[3]	Independent Director	09528399

1. Mr. Hidenobu Hitotsumatsu has resigned from the post of Independent Director of the Company w.e.f. 25th May, 2023.
2. Mr. Achal Kapoor has been appointed as Additional Independent Director, Ms. Preeti Garg has appointed as Additional Independent Director and Mr. Karuppannan Tamilselvan as Additional Non-Executive Director of the Company w.e.f. 29th May, 2023.
3. Mr. Eswara Rao Nandam has resigned from the post of Managing Director of the Company and Ms. Rapala Virtanen Tarja Hannele has resigned from the post of Independent Director of the Company w.e.f. 31st May, 2023.
4. Change in designation of Ms. Uma Nandam as Whole-time Director of the Company w.e.f. 29th September, 2023.
5. Regularization of Mr. Karuppannan Tamilselvan as Non-Executive Director, Mr. Anchal Kapoor as Independent Director and Ms. Preeti as Independent Director of the Company w.e.f. 29th September, 2024.
6. Mr. Eswara Rao Nandam has been appointed as Additional Non-Executive Director and Mr. Vishaal Nandam has been appointed as Additional Non-Executive Director of the Company w.e.f. 23rd March, 2024.
7. Regularization of Mr. Eswara Rao Nandam as Non-Executive Director and Mr. Vishaal Nandam as Non-Executive Director of the Company w.e.f. 11th MAY, 2024.

Apart from the above changes, there were no other changes in the composition of the Board of Directors of the Company during the Financial Year 2023-24 and till the date of Board's Report.

As per Companies Act, 2013 the Independent Directors are not liable to retire by rotation.

28. DECLARATION BY INDEPENDENT DIRECTORS:

Mr. Anchal Kapoor and Ms. Preeti, Independent Directors of the Company have confirmed to the Board that they meet the criteria of Independence as specified under Section 149 (6) of the Companies Act, 2013 and they qualify to be Independent Directors. They have also confirmed that they meet the requirements of Independent Director as mentioned under Regulation 16 (1)(b) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. The confirmations were noted by the Board.

29. CORPORATE GOVERNANCE:

Since the paid-up Capital of Company is less than Rs. 10 Crores and Turnover is less than Rs. 25 Crores therefore by virtue of Regulation 15 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the compliance with the corporate governance provisions as specified in regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C, D and E of Schedule V are not applicable to the Company. Hence Corporate Governance does not form part of this Board's Report.

30. DEPOSITS:

As per Section 73 of the Companies Act, 2013 the Company has neither accepted nor renewed any deposits during the financial year. Hence the Company has not defaulted in repayment of deposits or payment of interest during the financial year.

31. FORMAL ANNUAL EVALUATION PROCESS BY BOARD:

Pursuant to the provisions of the Companies Act, 2013 and Rules made thereunder, the Board has carried the evaluation of its own performance, performance of Individual Directors, Board Committees, including the Chairman of the Board on the basis of attendance, contribution towards development of the Business and various other criteria as recommended by the Nomination and Remuneration Committee of the Company. The evaluation of the working of the Board, its committees, experience and expertise, performance of specific duties and obligations etc. were carried out. The Directors expressed their satisfaction with the evaluation process and outcome.

In a separate meeting of Independent Directors i.e. held on 31st March, 2024 the performances of Executive and Non- Executive Directors were evaluated in terms of their contribution towards the growth and development of the Company. The achievements of the targeted goals and the achievements of the Expansion plans were too observed and evaluated, the outcome of which was satisfactory for all the Directors of the Company.

32. STATUTORY AUDITOR:

M/s. D. G. M. S. & Co., Chartered Accountants, (FRN: 112187W), Jamnagar, were appointed as the Statutory Auditors of the Company. The Auditor's report for the Financial Year ended 31st March, 2024 has been issued with an unmodified opinion, by the Statutory Auditors.

33. SECRETARIAL AUDITOR:

The Board of Directors pursuant to Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, has appointed Mr. Darshan Kinkhabwala, Proprietor of M/s. Kinkhabwala & Associates, Company Secretaries, Ahmedabad as a Secretarial Auditor of the Company to conduct Secretarial Audit for the Financial Year 2023-24.

The Secretarial Audit Report for the Financial Year 2023-24 is annexed herewith as **Annexure II** in Form MR-3. There are no adverse observations in the Secretarial Audit Report which call for explanation.

34. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report as required under Regulation 34 and Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 forms an integral part of this Report, and provides the Company's current working and future outlook as per **Annexure I** to this Report.

35. DISCLOSURES:

A. Composition of Audit Committee:

During the year under review, meetings of members of the Audit committee as tabulated below, were held on 29th May, 2023, 14th August, 2023, 11th November, 2023, and 14th February, 2024 the attendance records of the members of the Committee are as follows:

Name	Status	No. of the Committee Meetings entitled	No. of the Committee Meetings attended
Mr. Hidenobu Hitotsumatsu[1]	Chairman	0	0
Ms. Rapala Virtanen Tarja Hannele[2]	Member	1	1
Mr. Eswara Rao Nandam[2]	Member	1	1
Mr. Achal Kapoor[3]	Chairman	1	1
Ms. Preeti Garg[4]	Member	1	1
Mr. Karuppannan Tamilselvan[4]	Member	1	1

1 Mr. Hidenobu Hitotsumatsu has resigned from the post of chairman of the Audit Committee w.e.f. 25th May, 2023.

2 Ms. Rapala Virtanen Tarja Hannele and Mr. Eswara Rao Nandam had resigned as members of the Audit Committee w.e.f. 31st May, 2023.

3 Mr. Achal Kapoor has been appointed as chairman of the Audit Committee w.e.f. 29th May, 2023.

4 Mr. Karuppannan Tamilselvan and Ms. Preeti Garg were appointed as members of the Audit Committee w.e.f. 29th May, 2023.

B. Composition of Nomination and Remuneration Committee:

During the year under review, meetings of the members of the Nomination and Remuneration committee, as tabulated below, were held on 29th May, 2023, 6th September, 2023 and 23rd March, 2024 the attendance records of the members of the Committee are as follows:

Name	Status	No. of the Committee Meeting entitled	No. of Committee Meeting attended
Mr. Hidenobu Hitotsumatsu[1]	Chairman	1	1
Ms. Rapala Virtanen Tarja Hannele[2]	Member	1	1
Ms. Preeti Garg[3]	Chairman	3	3
Mr. Achal Kapoor[4]	Member	3	3
Mr. Karuppannan Tamilselvan[4]	Member	3	3

1Mr. Hidenobu Hitotsumatsu and Ms. Rapala Virtanen Tarja Hannele had resigned as chairman and member in the Nomination and Remuneration Committee w.e.f. 25th May, 2023 and 31st May, 2023 respectively.

2 Ms. Preeti Garg was appointed as chairman of the Nomination and Remuneration Committee w.e.f. 29th May, 2023.

3 Mr. Achal Kapoor and Mr. Karuppannan Tamilselvan had been appointed as members of the Nomination and Remuneration Committee w.e.f. 29th May, 2023.

C. Composition of Stakeholders' Relationship Committee:

During the year under review, meetings of members of Stakeholders' Relationship committee as tabulated below, were held on 6th September, 2023 and the attendance records of the members of the Committee are as follows:

Name	Status	No. of the Committee Meeting entitled	No. of Committee Meeting attended
Mr. Hidenobu Hitotsumatsu[1]	Chairman	0	0
Ms. Rapala Virtanen Tarja Hannele[2]	Member	0	0
Mr. Eswara Rao Nandam[2]	Member	0	0
Ms. Preeti Garg[3]	Chairman	1	1
Mr. Achal Kapoor[4]	Member	1	1
Mr. Karuppannan Tamilselvan[4]	Member	1	1

1 Mr. Hidenobu Hitotsumatsu has resigned as chairman in the Stakeholders' Relationship Committee w.e.f. 25th May, 2023.

2 Ms. Rapala Virtanen Tarja Hannele and Mr. Eswara Rao Nandam had resigned as members of the Stakeholders' Relationship Committee w.e.f. 31st May, 2023.

3 Ms. Preeti Garg was been appointed as chairman of the Stakeholders' Relationship Committee w.e.f. 29th May, 2023.

4 Mr. Achal Kapoor and Mr. Karuppannan Tamilselvan were appointed as members of the Stakeholders' Relationship Committee w.e.f. 29th May, 2023.

36. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company has always been committed to provide a safe and conducive work environment to its employees. 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 as confirmed by the Internal Complaints Committee as constituted by the Company.

37. INDUSTRIAL RELATIONS:

The Directors are pleased to report that the relations between the employees and the management continued to remain cordial during the year under review

38. MAINTENANCE OF COST RECORDS:

According to information and explanation given to us, the Central Government has not prescribed maintenance of cost records under section 148(1) of the Act in respect of activities carried out by the Company.

39. DEMATERIALISATION OF EQUITY SHARES:

As per direction of the SEBI, the shares of the Company are under compulsory demat form. The Company has established connectivity with both the Depositories i.e., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and the Demat activation number allotted to the Company is ISIN: INE072B01027. Presently shares are held in electronic and physical mode.

40. INSOLVENCY AND BANKRUPTCY CODE:

There is no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year.

41. POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION:

The Remuneration policy is directed towards rewarding performance based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice and is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. The Company has made adequate disclosures to the members on the remuneration paid to Directors from time to time. The Company's Policy on director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Section 178 (3) of the Act is available on the website of the Company at

42. VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS:

The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable to the Company.

43. ACKNOWLEDGEMENTS:

Your Directors would like to express their sincere appreciation for the co-operation and assistance received from the Bankers, Regulatory Bodies, Stakeholders including Financial Institutions, Suppliers, Customers and other business associates who have extended their valuable sustained support and encouragement during the year under review.

Your Directors take this opportunity to recognize and place on record their gratitude and appreciation for the commitment displayed by all executives, officers and staff at all levels of the Company. We look forward for the continued support of every stakeholder in the future.

Registered Office:
No - 42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu - 603 204

By the Order of the Board
Artificial Electronics Intelligent Material Limited
(Formerly known as Datasoft Application Software (India) Limited)

Sd/-
Uma Nandam
Whole-time Director
DIN: 02220048

Sd/-
Eswara Rao Nandam
Director
DIN: 02220039

Place: Kanchipuram, Tamil Nadu
Date: 21st August, 2024

DECLARATION

All the Board Members and Senior Management Personnel of the Company have affirmed the compliance with the provisions of the code of conduct of Board of Directors and Senior Management for the year ended on 31st March, 2024.

Registered Office:
No - 42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu - 603 204

By the Order of the Board
Artificial Electronics Intelligent Material Limited
(Formerly known as Datasoft Application Software (India) Limited)

Sd/-
Uma Nandam
Whole-time Director
DIN: 02220048

Sd/-
Eswara Rao Nandam
Director
DIN: 02220039

Place: Kanchipuram, Tamil Nadu
Date: 21st August, 2024

Annexure I

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

A. Indian Economic Overview:

India's electronics sector is experiencing rapid growth, driven by increasing consumer demand, government initiatives, and significant investments from both domestic and international players. The focus spans various electronics products, including semiconductor chips, chip modules, sensors, transducers, actuators, discrete semiconductor devices, display assembly, touch panels, micro and nano-electronic components, and assembly, testing, marking, and packaging (ATMP) of electronics. Here's an overview of the current state and potential of each segment:

1. Semiconductor Chips and Modules: Semiconductor Chips: India's semiconductor industry is in a nascent stage, but it is growing. The government's push for self-reliance (Atmanirbhar Bharat) includes significant investments in semiconductor fabrication plants (fabs) and research and development (R&D) centers. Major global companies are also investing in design and R&D in India.

   Chip Modules: Used across various applications, India is enhancing its capabilities in designing and developing chip modules, although large-scale manufacturing is still limited.

2. Sensors, Transducers, and Actuators: Sensors: With applications in automotive, healthcare, consumer electronics, and industrial automation, sensor production is on the rise. Companies like Bosch and Honeywell have set up manufacturing facilities in India.
   Transducers and Actuators: These components are crucial in automotive and industrial applications. Local production is increasing, supported by rising demand.

3. Discrete Semiconductor Devices: India's market for discrete devices, such as diodes, transistors, and thyristors, is growing, driven by sectors like consumer electronics, automotive, and renewable energy.

4. Display Assembly and Touch Panels: LCD and LED Displays: The market for display assembly is expanding with companies like Samsung and LG manufacturing displays in India. The local production is bolstered by the high demand for consumer electronics and smartphones.

   Touch Panels: India is becoming a hub for touch panel manufacturing, driven by the increasing use of touch-enabled devices.

5. Micro and Nano-Electronic Components: These components are essential for advanced technologies, including IoT and wearable devices. The focus is on developing capabilities through initiatives like the National Policy on Electronics (NPE) and partnerships with global technology firms.

6. Assembly, Testing, Marking, and Packaging (ATMP): ATMP operations are critical for the semiconductor industry. India is developing its ATMP capabilities to enhance the local electronics supply chain and reduce import dependence. Companies like Tata and HCL are making significant investments in this area.

7. Mechanics (Plastic and Metal Parts) for Electronic Applications The production of plastic and metal parts, including enclosures and connectors, is growing, driven by the need for locally sourced components in electronics manufacturing.

8. Semiconductor Wafers: India is making efforts to establish semiconductor wafer fabrication plants. While currently reliant on imports, government initiatives aim to boost local production and reduce dependency.

9. Display Fabrication Units: LCD Fabrication: While India has some LCD fabrication units, most panels are imported.

   LED Fabrication: The LED sector is more developed, with several local and international companies manufacturing LEDs in India.

   OLED Fabrication: The OLED sector is emerging, with most panels still imported, but local production is expected to increase in the coming years.

B. Future Prospects:

India's electronics manufacturing sector is poised for significant growth, supported by a favorable policy environment, large consumer base, and increasing investments in infrastructure and technology. With continued efforts to enhance local manufacturing capabilities, India aims to become a key player in the global electronics supply chain.

C. Outlook:

Software and electronics products in India is very promising, underpinned by rapid digital transformation, increasing consumer demand, and supportive government policies. Here's a comprehensive overview of what the future holds for these sectors:

1. Digital Transformation and Integration:

- Convergence of Software and Electronics: The integration of software and electronics is becoming increasingly seamless, with smart devices, IoT, and AI-driven applications at the forefront. This convergence is driving demand for sophisticated electronics that rely heavily on advanced software solutions.

- Smart Devices and IoT: The growth of Internet of Things (IoT) is creating vast opportunities for both software and electronics products. Devices that were once standalone are now interconnected, requiring embedded software solutions for functionalities like real-time monitoring, data analysis, and automation.

2. Growing Consumer and Enterprise Demand:

- Consumer Electronics: The demand for smartphones, wearables, smart home devices, and other consumer electronics continues to rise, driven by increasing digital adoption, affordability, and technological advancements. These devices rely on innovative software for enhanced user experiences, creating a symbiotic relationship between software and hardware development.

- Enterprise Solutions: Businesses across various sectors are investing in digital tools to improve efficiency and productivity. This includes cloud computing, enterprise resource planning (ERP) systems, customer relationship management (CRM) software, and AI-driven analytics. The need for reliable electronics to support these solutions is also increasing.

3. **Government Initiatives and Support:**

- Make in India and Production Linked Incentive (PLI) Scheme: The Indian government's focus on boosting local manufacturing through the "Make in India" initiative and the PLI scheme is significantly benefiting the electronics sector. These policies encourage both domestic and international companies to set up manufacturing units in India, fostering innovation and reducing dependency on imports.

- Digital India and National Policy on Software Products (NPSP): Initiatives like Digital India and NPSP aim to create a robust digital infrastructure and a thriving software product ecosystem. These efforts are driving the adoption of digital services, cloud computing, and AI across the country, which in turn, boosts the demand for electronics.

4. **Technological Advancements:**

- Artificial Intelligence and Machine Learning: AI and ML are becoming integral to both software and electronics products. In software, they are being used for predictive analytics, automation, and personalized user experiences. In electronics, AI is enhancing the capabilities of smart devices, autonomous systems, and robotics.

- 5G Technology: The rollout of 5G networks is expected to revolutionize both software and electronics by enabling faster data transfer, lower latency, and more reliable connectivity. This will lead to the development of more advanced applications and devices, particularly in areas like autonomous vehicles, smart cities, and industrial automation.

5. **Global Market Expansion:**

- Export Potential: India's reputation as a hub for IT services and growing manufacturing capabilities in electronics is enhancing its position in global markets. Software products, particularly in areas like SaaS, cybersecurity, and enterprise solutions, are seeing increased demand from international markets. Similarly, India is becoming a key player in the export of electronics components and devices.

- Strategic Partnerships: Indian companies are increasingly entering into strategic partnerships with global tech giants to co-develop and market software and electronics products. This not only enhances product innovation but also expands market reach.

6. **Challenges and Opportunities:**

- Infrastructure Development: Continued investment in infrastructure, including high-speed internet, power supply, and industrial parks, is essential to support the growth of both sectors.

- Skilled Workforce: Developing a skilled workforce in areas like AI, semiconductor manufacturing, and embedded systems is critical to maintaining growth and competitiveness.
- Sustainability and E-Waste Management: As consumption of electronics grows, so does the challenge of e-waste management. Companies focusing on sustainable practices and developing eco-friendly products will have a competitive edge.

7. **Emerging Trends:**

- Green Technologies: The shift towards sustainable and energy-efficient products is creating new opportunities for innovation in both software and electronics. This includes the development of smart grids, renewable energy solutions, and eco-friendly consumer electronics.

- Customization and Personalization: The demand for personalized user experiences is driving the need for customizable software and hardware solutions. Companies that can offer products tailored to specific consumer needs are likely to thrive.

D. Industry structure and development:

1. **Software Industry Structure and Development**

Industry Structure:

- **Diverse Ecosystem**: India's software industry comprises a wide range of companies, including global IT service giants (e.g., TCS, Infosys, Wipro), mid-sized firms, and a thriving startup ecosystem. The industry is segmented into various verticals such as enterprise software, SaaS, cloud computing, cybersecurity, AI/ML, and fintech.

- **Strong Global Presence**: Indian software companies have a significant global footprint, with a strong focus on export markets like North America, Europe, and Asia-Pacific. The industry is known for its expertise in IT services, software development, and R&D.

- **SaaS Leadership**: India is emerging as a global leader in Software as a Service (SaaS) products, with companies like Zoho, Freshworks, and Chargebee gaining international recognition. The SaaS model is particularly popular among startups due to its scalability and recurring revenue potential.

Development Trends:

- **Digital Transformation**: The push towards digital transformation across industries is driving demand for software products, especially in areas like cloud

computing, AI, big data analytics, and automation. Enterprises are investing heavily in digital tools to improve efficiency and customer experiences.

- **Innovation and Startups**: The Indian startup ecosystem is thriving, particularly in the software domain. Cities like Bangalore, Hyderabad, and Pune are hubs for innovation, with a focus on cutting-edge technologies such as AI, blockchain, and IoT. Government initiatives like Startup India and investments from venture capitalists are fueling this growth.

- **Focus on R&D and Innovation**: Indian software companies are increasingly investing in R&D to develop innovative products and services. Collaborations with global tech companies and academic institutions are enhancing the country's capabilities in emerging technologies.

2. **Electronics Industry Structure and Development**

Industry Structure:

- **Fragmented Market**: The electronics industry in India is highly fragmented, with a mix of large multinational corporations (e.g., Samsung, LG, Foxconn) and numerous small to medium-sized enterprises (SMEs) involved in manufacturing, assembly, and component supply.

- **Focus on Consumer Electronics**: The consumer electronics segment, including smartphones, televisions, and home appliances, is a major component of the industry. India is one of the largest markets for smartphones, with companies like Xiaomi, Samsung, and Apple having a strong presence.

- **Component Manufacturing**: The industry includes the manufacturing of key components like semiconductor chips, sensors, transducers, and display panels. However, India still imports a significant portion of its semiconductor needs, though local manufacturing is gradually increasing.

- **Government-Backed Clusters**: The development of Electronics Manufacturing Clusters (EMCs) under government schemes is supporting the growth of the sector by providing infrastructure and incentives for setting up manufacturing units.

Development Trends:

- **Make in India Initiative**: The "Make in India" initiative is driving the growth of the electronics manufacturing sector, with an emphasis on reducing import dependency and increasing local production. This has attracted significant investments from global electronics companies to set up manufacturing units in India.

- **Production Linked Incentive (PLI) Scheme**: The PLI scheme offers incentives for electronics manufacturing, particularly in areas like mobile phones, electronic components, and semiconductor fabrication. This is expected to boost domestic production and exports.

- **Growth of Smart Electronics**: The demand for smart electronics, including IoT devices, wearables, and connected home appliances, is rising rapidly. This is driving

innovation in both hardware design and the embedded software that powers these devices.

- **Semiconductor Mission**: The Indian government is focusing on building a robust semiconductor ecosystem through initiatives like the India Semiconductor Mission. This includes setting up fabs, ATMP (Assembly, Testing, Marking, and Packaging) units, and R&D centers to support the electronics industry.

- **Sustainability and Green Electronics**: There is a growing focus on sustainability, with efforts to develop energy-efficient products and manage e-waste. Companies are increasingly adopting green manufacturing practices and exploring the development of eco-friendly electronics.

E. Government Initiatives And Policies:

- **Make in India**: Encourages domestic manufacturing and aims to reduce import dependency.
- **Production Linked Incentive (PLI) Scheme**: Offers financial incentives to companies setting up manufacturing units in India.
- **National Policy on Electronics (NPE) 2019**: Seeks to position India as a global hub for electronics system design and manufacturing.
- **Modified Electronics Manufacturing Clusters (EMC 2.0) Scheme**: Supports the development of infrastructure for electronics manufacturing clusters.

F. Challenges and Opportunities

- **Challenges**: High initial investment costs, reliance on imports for raw materials and certain components, technological gaps, and a need for skilled workforce.
- **Opportunities**: Large and growing domestic market, supportive government policies, increasing foreign investments, and rising demand for electronic products.

G. Segment-wise or product-wise performance:

The Company is operating in only one segment i.e. Software Products. Therefore, there is no requirement of Segment wise reporting.

H. Risks and concerns:

Changes in the buyer behavior cause disruptions in the market and can impact the Company. Preference for a Subscription/cloudbased purchases is gaining prominence while buying decisions are shifting from enterprise to granular purchase. Customer engagement is also shifting from traditional in-person engagement to virtual multi-point engagement. Such disruptive changes impact the industry dynamics, could provide room for emergence of new competition. The Company faces competition from traditional as well as new vendors across the globe. Legal risk is the risk of loss to the Company primarily caused by a claim being made, or some other event occurring, which results in a liability for the Company or failing to take appropriate measures to protect assets owned by the Company.

I. Internal control systems and their adequacy:

Internal control systems are a set of, processes and procedures put in place to help achieve the strategic objectives of an organization. Good controls encourage operational efficiency and compliance with laws and regulations, as well as minimizing the chance of errors, theft and fraud. At the same time internal controls also enhance the reliability and accuracy of accounting data.

The Company has an Internal Control System commensurate with the size, scale and complexity of its operations. This has been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use, executing transactions with proper authorization and ensuring compliance of corporate policies.

J. Discussion on financial performance with respect to operational performance:

The financial performance of the Company for the Financial Year 2022-23 is described in the report of Board of Directors' of the Company.

K. Material developments in Human Resources / Industrial Relations front includingnumber of people employed:

The cordial employer - employee relationship also continued during the year under the review. The Company has continued to give special attention to human resources.

Registered Office:
No-42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu – 603 204

By the Order of the Board
For, Artificial Electronics Intelligent Material Limited
(Formerly known as Datasoft Application Software (India) Limited)

SD/-
Eswara Rao Nandam
Director
DIN: 02220039

SD/-
Uma Nandam
Whole-time Director
DIN: 02220048

Place: Kancheepuram, Tamil Nadu
Date: 21st August, 2024

Annexure II

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
ARTIFICIAL ELECTRONICS INTELLIGENT MATERIAL LIMITED
(Previously known as Datasoft Application Software (India) Limited)
CIN: L31100TN1992PLC156105
Tamilnadu

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ARTIFICIAL ELECTRONICS INTELLIGENT MATERIAL LIMITED (Previously known as Datasoft Application Software (India) Limited)** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit; we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the records maintained by the Company for the financial year ended on March 31, 2024 according to the provisions of:

1) The Companies Act, 2013 (the Act) and the Rules made thereunder;

2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

4) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

   (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
   (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(e) The Securities and Exchange Board of India (Share Based Employees Benefits) Regulations, 2021 - *Not Applicable as the Company has not issued any debt securities during the year under review*

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - *Not Applicable as the Company has not issued any debt securities during the year under review;*

(g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021- *Not Applicable as the securities of the Company have not been delisted from any Stock Exchange during the year under review;*

(i) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 - *Not Applicable as the Company has not bought – back any of its securities during the year under review;*

(j) The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021- *Not Applicable to the Company during the year under review.*

We have also examined compliance with the applicable Standards / Clauses / Regulations of the following:

i. Secretarial Standards issued by The Institute of the Company Secretaries of India (ICSI) and made effective from time to time.

ii. The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited along with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, subject to filing of certain forms with additional fees and certain compliance of Listing Obligations and Disclosure Requirements) Regulations, 2015 beyond due date except for the below mentioned:

1. Company has not intimate Internal Auditor and Sec. Auditor appointment to BSE Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

2. Independent Directors of the Company had not applied for inclusion of their name in the data bank as per rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

We further report that:

During the audit period under review there were no specific laws which were exclusively applicable to the Company / Industry. However, having regard to the compliance system prevailing in the Company and on examination of relevant documents and records on test - check basis, the Company has complied with the material aspects of the following significant laws applicable to the Company being engaged in the manufacturing activities:

1. Factories Act,1948;
2. Acts prescribed under prevention and control of pollution;
3. Acts prescribed under Environmental protection.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of Board that took place during the year under review were carried out in compliance of the provisions of Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions at Board Meetings and Committee Meetings are passed with requisite approvals, as recorded in the minutes.

We further report that:

There are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that:

The compliance by the Company of the applicable financial laws like Direct and Indirect Tax laws, have not been reviewed in this Audit since the same have been subject to the review by the Statutory Auditor(s) and other designated professionals.

We further report that:

I further report that during the audit period the company has passed a special resolution for:

1. To approve Borrowing Limits under Section 180 (1) (C) of the Companies Act, 2013;
2. Power under Section 186 of the Companies Act, 2013;
3. To sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking of the whole or substantially the whole of such undertakings;
4. Appointment of Mr. Achal Kapoor (DIN: 09150394) as an Independent Director of the Company;
5. Appointment of Ms. Preeti Garg (DIN: 09662113) as an Independent Director of the Company.

FOR KINKHABWALA & ASSOCIATES
COMPANY SECRETARIES

DARSHAN KINKHABWALA
PRACTICING COMPANY SECRETARY
PROPRIETOR
ACS No.: 53260 C. P. No.: 21883
P/R No.: 1878/2022
UDIN: A053260F000685936

Place: Ahmedabad
Date: July 06, 2024

Note: This report is to be read with our letter of even date which is annexed as **Annexure – A** and forms an integral part of this report.

ANNEXURE - A

To,
The Members,
ARTIFICIAL ELECTRONICS INTELLIGENT MATERIAL LIMITED
(Previously known as Datasoft Application Software (India) Limited)
CIN: L31100TN1992PLC156105
Tamilnadu

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices followed by us provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit Report is neither an assurance nor a confirmation that the list is exhaustive.

7. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR KINKHABWALA & ASSOCIATES
COMPANY SECRETARIES

DARSHAN KINKHABWALA
PRACTICING COMPANY SECRETARY
PROPRIETOR
ACS No.: 53260 C. P. No.: 21883
P/R No.: 1878/2022
UDIN: A053260F000685936

Place: Ahmedabad
Date: July 06, 2024

32nd ANNUAL REPORT

Financial year – 2023-24

Assessment year – 2024-25

Artificial Electronics Intelligent Material Limited

(Formerly known as Datasoft Application Software (India) Limited)

CIN: L31100TN1992PLC156105

REGISTERED OFFICE

No - 42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu - 603 204

INDEPENDENT AUDITOR'S REPORT

To Members of,
Artificial Electronics Intelligent Material Limited
(Formerly Known as Datasoft Application Software (India) Limited)

Report on the Indian Accounting Standards (Ind AS) Financial Statements

Opinion

We have audited the accompanying financial statements of **Artificial Electronics Intelligent Material Limited *(Formerly known as Datasoft Application Software (India) Limited)***, which comprise the Balance Sheet as at **31st March, 2024**, and the Statement of Profit and Loss (Including Other Comprehensive Income) and Cash Flow Statement and the statement of Changes in Equity for the period ended, and 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 ("the Act") in the manner so required and give a true and fair view inconformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

There are no Key Audit Matters Reportable as per SA 701 issued by ICAI.

Information Other than the Financial Statements and Auditor's 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the financial statements

and our auditor's report thereon. These reports are expected to be made available to us after the date of our auditor's report.

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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making 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, 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 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 Responsibility

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

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

- 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. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences

of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in "**Annexure A**", a statement on the matter specified in the paragraph 3 and 4 of the Order.

2. As required under provisions of section 143(3) of the Companies Act, 2013, we report that:

    a. We have obtained all the information and explanations which to the best of our knowledge and belief where necessary for the purposes of our audit;

    b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

    c. The Balance Sheet and Statement of Profit and Loss including Other Comprehensive Income Statement of Cash Flow and Statement of Changes of Equity dealt with this report are in agreement with the books of account;

    d. In our opinion, the aforesaid Financial Statement comply with the Accounting Standards specified under Section 133 of Act, read with relevant rule issued thereunder.

    e. On the basis of written representations received from the directors as on March 31, 2024, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, from being appointed as a director in terms of section 164(2) of the Act.

    f. With respect to the adequacy of the internal financial controls over financial reporting of the company and operating effectiveness of such controls, referred to our separate report in "**Annexure B**".

    g. The Company has not paid or provided for any managerial remuneration during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable.

    h. With respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:

        (a) The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its financial statements - Refer Note (vii) of Annexure – A to the financial statements

(b) The Company did not have any long-term and derivative contracts as at March 31, 2024.

(c) There has been no delay in transferring amounts, required to be transferred, the Investor Education and Protection Fund by the Company during the year ended March 31, 2024.

(d) The management has;

(i) represented that, to the best of its knowledge and belief as disclosed in the Note No. 21 to the financial statements, 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or

- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) represented, that, to the best of its knowledge and belief as disclosed in the Note No. 22 to the financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or

- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries;

(e) The company has not neither declared nor paid any dividend during the year under Section 123 of the Act.

(f) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable with effect from April 1, 2023 to the Company and its subsidiaries, which are companies incorporated in India, and

accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2024.

FOR D.G.M.S. & Co.,
Chartered Accountants

Atul B. Doshi
Partner
M.No.102585
FRN: 0112187W
UDIN: 24102585BJZYEW1449

Place: Mumbai
Date: 27/05/2024

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENT OF ARTIFICIAL ELECTRONICS INTELLIGENT MATERIAL LIMITED *(FORMERLY KNOWN AS DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED)* FOR THE YEAR ENDED 31ST MARCH, 2024

In terms of the information and explanations given to us and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state as under:

(i) Property, Plant & Equipment and Intangible Assets:

a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

b) The Company has maintained proper records showing full particulars of intangible assets.

c) Property, Plant and Equipment have been physically verified by the management at reasonable intervals; any material discrepancies were noticed on such verification and if so, the same have been properly dealt with in the books of account.

d) According to the information and explanation given to us the title deeds of all the immovable properties. (Other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.

e) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

f) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) Inventory and working capital:

a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not have any inventory hence Accordingly, clause 3(ii)(a) of the Order is not applicable.

b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets.

(iii) Investments, any guarantee or security or advances or loans given:

a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made any investments, provided guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year.

1. The Company has not provided any loans or advances in the nature of loans or stood guarantee or provided security to any other entity during the year.

2. In our opinion, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest, except that we are unable to certify the amount which has been given as loans and advances during the year as mentioned in clause 3(iii)(a)(1)(b) are granted without specifying the terms and conditions which may prejudice the company's interest.;

3. In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest have generally been regular as per stipulation except that we are unable to certify the amount which has been given as loans and advances during the year as mentioned in clause 3(iii)(a)(1)(b) are granted without specifying the terms and conditions which may prejudice the company's interest.;

4. In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date except that we are unable to certify the amount which has been given as loans and advances during the year as mentioned in clause 3(iii)(a)(1)(b) are granted without specifying the terms and conditions which may prejudice the company's interest.;

5. No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

6. According to the information and explanations given to us and on the basis of our examination of the records, During the year The Company has granted loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year as shown in Clause 3(iii)(a)(1)(b).

Loan to directors:

a) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the

Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.

(iv) Deposits:

a) The company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any relevant provisions of the 2013 act and the rules framed there under to the extent notified.

(v) Maintenance of Cost Records:

a) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the products manufactured by it (and/ or services provided by it). Accordingly, clause 3(vi) of the Order is not applicable.

(vi) Statutory Dues:

a) The company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Duty of Customs, GST, Cess and any other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31/03/2024 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us, there are no dues of sales tax, income tax, custom duty, wealth tax, GST, excise duty and cess which have not been deposited on account of any dispute.

(vii) Disclosure of Undisclosed Transactions:

a) There According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

(viii) Loans or Other Borrowings:

a) Based on our audit procedures and according to the information and explanations given to us, The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

c) According to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.

d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies..

(ix) Money Raised by IPOs, FPOs:

a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) Fraud:

a) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the company or no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit an and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.

(xii) Nidhi Company:

a) The Company is not a Nidhi Company and hence reporting under Para 3 of clause (xii) of the Order is not applicable.

(xiii) Related Party Transactions:

a) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable Ind-AS.

(xiv) Internal Audit System:

a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

b) The company has not appointed any internal auditor and does not have any internal audit report for the entire period under consideration hence not considered.

(xv) Non-cash Transactions:

a) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) Registration under section 45-IA of RBI Act, 1934:

a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) Cash losses:

a) The Company has incurred cash losses during the financial year and immediately preceding financial year. The amount of cash loss for the F.Y. 2021-22 was Rs. 1,507 thousand and the amount of cash loss for F.Y. 2022-23 is Rs. 5,212 thousand.

(xviii) Resignation of statutory auditors:

a) There has been no resignation of the statutory auditors of the Company during the year.

(xix) Material uncertainty on meeting liabilities:

a) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of

one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) Compliance of CSR:

a) According to the information and explanations given to us and based on our examination of the records of the company, the company has not required to spent amount towards Corporate Social Responsibility (CSR) as per the section 135 of companies' act, 2013, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(xxi) Qualifications Reporting In Group Companies:

a) In our opinion and according to the information and explanations given to us, company does not have any subsidiaries, associates or joint ventures, so reporting under clause 3(xxi) of the Order is not applicable for the year.

FOR D.G.M.S. & Co.,
Chartered Accountants

Atul B. Doshi
Partner
M.No.102585
FRN: 0112187W
UDIN: 24102585BJZYEW1449

Place: Mumbai
Date: 27/05/2024

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENT OF ARTIFICIAL ELECTRONICS INTELLIGENT MATERIAL LIMITED *(FROMERLY KNOWN AS DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED)* FOR THE YEAR ENDED 31ST MARCH, 2024

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

We have audited the internal financial controls over financial reporting of **Artificial Electronics Intelligent Material Limited *(Formerly Known as Datasoft Application Software (India) Limited)*** ('the Company') as of 31st March, 2024 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Opinion

We have audited the internal financial control with reference to financial statement of **Artificial Electronics Intelligent Material Limited *(Formerly Known as Datasoft Application Software (India) Limited)*** ("The Company") as of 31st March 2024 in conjunction with our audit of the financial statement of the company at and for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

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 internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the 'Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. 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:

a. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

b. 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

c. 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.

FOR D.G.M.S. & Co.,
Chartered Accountants

Atul B.
Doshi
Partner
M.No.102585
FRN: 0112187W
UDIN: 24102585BJZYEW1449

Place: Mumbai
Date: 27/05/2024

Artificial Electronics Intelligent Material Limited
Formerly known as Datasoft Application Software (India) Limited

BALANCE SHEET AS AT 31ST MARCH, 2024

Regd. Office: No-42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu – 603 204

(Rs. In Thousand)

Particulars	Note No.	As At 31st March 2024	As At 31st March 2023
ASSETS			
Non-Current Assets			
(a) Property, Plant & Equipment	2	574	-
(b) Capital Work -In-Progress		-	-
(c) Investment Properties		-	-
(d) Goodwill		-	-
(e) Other Intangible Assets		-	-
(f) Intangible Assets under development		-	-
(g) Biological Assets other than Bearer plants		-	-
(h) Financial Assets			
i. Investments			-
ii. Trade Receivables			-
iii. Loan	3	200	3,161
iv. Other Financial Assets		-	-
(i) Deferred tax Assets (net)			
(k) Other Non-Currnet Assets			
Total Non-Current Assets		774	3,161
Current assets			
(a) Inventories		-	-
(b) Financial Assets		-	-
i. Investments		-	-
ii. Trade Receivables		-	-
iii. Cash and cash Equivalents	4	8,764	15
iv. Bank balance other than(iii) above		-	-
v. Loan		-	-
vi. Others		-	-
(c) Income/Current tax assets (net)	5	-	45
(d) Other Current Assets	6	209	30
Total Current Assets		8,973	90
Total Assets(1+2)		**9,747**	**3,251**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	7	11,318	11,318
(b) Other equity	8	(8785)	(10516)
Total Equity		2,533	802
Liabilities			
Non Current Liabilities			
(a) Financial liabilities			
i. Borrowings	9	5,702	2,449
ii. Trade Payables		-	-
iii. Other Financial Liabilities (other than specified in items(b), to be specified)		-	-
(b) Provision		-	-
(b) Deferred tax liabilities (net)		35	-
(c) Other Non-Current liabilities		-	-
Total Non-Current Liabilities		5,737	2,449
Current Liabilities			
(a) Financial liabilities			
i. Borrowings		-	-
i.Trade (Financial) payable	10		
1. Due from micro enterprises and small enterprises		-	-
2. Due of creditor other than micro enterprises and small enterprises		396	-
ii. Other Financial liabilities		-	-
(b)Provisions		-	-
(c)Income/Current tax liabilities (net)		629	-
(d) Other Current Liabilities	11	452	-
Total Current Liabilities		1,477	-
Total Liabilities		7,214	2,449
Total Equity and Liabilities		**9,747**	**3,251**
Significant Accounting Policies			
See Accompanying Notes to Financial Statements	1		

As per our report on even date attached
For D G M S & Co.
Chartered Accountants

For, Artificial Electronics Intelligent Material Limited
Formerly known as Datasoft Application Software (India) Limited

Eswara Rao Nandam
Director
DIN: 02220039

Uma Nandam
Whole-time Director
DIN : 02220048

Atul B. Doshi
Partner
M.No. 102585
F.R.N-0112187W
Place: Mumbai
UDIN: 24102585BJZYEW1449
Date: 27/05/2024

Pratibha Dhanuka
Company Secretary

Uma Nandam
Chief Financial Officer

Artificial Electronics Intelligent Material Limited
Formerly known as Datasoft Application Software (India) Limited

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST, MARCH 2024

Regd. Office: No-42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu – 603 204

(Rs. In Thousand)

Particulars	Notes	For the year ended 31 March 2024	For the year ended 31 March 2023
Income			
I. Revenue from operations	12	24,300	-
II. Other income	13	162	6
III. Total Income (I + II)		**24,462**	**6**
IV. Expenses:			
Cost of materials consumed		-	-
Purchases of Stock-in-Trade		-	-
Changes in inventories of finished goods work-in-progress and Stock-in-Trade		-	-
Employee benefits expense	14	6,567	3,357
Finance costs			
Depreciation and amortization expense	2	161	-
Other expenses	15	15,339	1,861
V. Total Expenses		**22,067**	**5,218**
VI. Profit/(Loss) before Exceptional items & Tax (III-V)		2,395	(5,212)
VII Exceptional Items			
VIII Profit/(Loss) Before tax		**2,395**	**(5,212)**
IX Tax expense:			
(1) Current tax		629	-
(2) Deferred tax		35	-
X Profit/ (Loss) for the year		**1,731**	**(5,212)**
Other Comprehensive Income			
A.(i) Items that will not reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B.(i) Items that will be reclassified to profit or loss		-	-
(ii) income tax relating to items that will be reclassified to profit or loss		-	-
Total of Comprehensive income		-	-
XI Profit/(Loss) After Other Comprehensive Income		1,731	(5,212)
XII Earnings per equity share:(Continuing operation)	30		
(1) Basic(in Rs.)		1.53	(4.60)
(2) Diluted(in Rs.)		1.53	(4.60)
Significant Accounting Policies			
See Accompanying Notes to Financial Statements	1		

As per our report on even date attached
For D G M S & Co.
Chartered Accountants

Atul B. Doshi
Partner
M.No. 102585
F.R.N.0112187W
Place: Mumbai
UDIN: 24102585BJZYEW1449
Date: 27/05/2024

For, Artificial Electronics Intelligent Material Limited
Formerly known as Datasoft Application Software (India) Limited

Eswara Rao Nandam
Director
DIN: 02220039

Uma Nandam
Whole-time Director
DIN : 02220048

Pratibha Dhanuka
Company Secretary

Uma Nandam
Chief Financial Officer

Artificial Electronics Intelligent Material Limited
Formerly known as Datasoft Application Software (India) Limited

CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

Regd. Office: No-42, Commercial Complex, Hiranandani Parks, Senthamangalam Village, Greater Chennai, Vadakkupattu, Kanchipuram, Chengalpattu, Tamil Nadu – 603 204

(Rs. In Thousand)

Sr. No.	Particular	For the year ended 31 March 2024		For the year ended 31 March 2023	
	CASHFLOW STATEMENT				
A.	**Cash flow from Operating Activities**				
	Net Profit Before tax as per Statement of Profit & Loss		2395.00		(5212)
	Adjustments for :				
	Depreciation		161.00	-	
	Income tax Written off			-	
	Interest Income			-	
					-
	Operating Profit before working capital changes		2556.00		(5212)
	Changes in Working Capital				
	Trade Receivable	0.00		166.00	
	Trade Payables	396.00		(23.03)	
	Other Current Liabilites	452.00		(1205.98)	
	Other Current Assets	(133.00)		495.56	
	Provisions	0.00		0.00	
			715.00		(567.45)
	Net Cash Flow from Operating Activities (A)		3271.00		(5779.45)
B.	**Cash flow from investing Activities**				
	Purchase of Fixed Assets	(735.00)			
	Movement in Loan & Advances	2961.00		0.00	
	Interest Income	0.00		0.00	
			2226.00		0.00
	Net Cash Flow from Investing Activities (B)		2226.00		0.00
C.	**Cash Flow From Financing Activities**				
	Proceeds From long Term Borrowing (Net)	3252.00		2449.00	
	Short Term Borrowing (Net)	0.00		(3116.00)	
			3252.00		(667.00)
	Net Cash Flow from Financing Activities (C)		3252.00		(667.00)
D.	**Net (Decrease)/ Increase in Cash & Cash Equivalents (A+B+C)**		8749.00		(6446.45)
	Opening Cash & Cash Equivalents		15.00		6461.00
F.	**Cash and cash equivalents at the end of the period**		**8764.00**		**15.07**
G.	**Cash And Cash Equivalents Comprise :**				
	Cash		11.00		11.00
	Bank Balance :				
	Current Account		8753.00		4.02
	Total		**8764.00**		**15.02**

For D G M S & Co.
Chartered Accountants

Atul B. Doshi
Partner
M.No. 102585
F.R.N.0112187W
Place: Mumbai
UDIN: 24102585BJZYEW1449
Date: 27/05/2024

For, Artificial Electronics Intelligent Material Limited
Formerly known as Datasoft Application Software (India) Limited

Eswara Rao Nandam
Director
DIN: 02220039

Uma Nandam
Whole-time Director
DIN : 02220048

Pratibha Dhanuka
Company Secretary

Uma Nandam
Chief Financial Officer

Artificial Electronics Intelligent Material Limited
Formerly known as Datasoft Application Software (India) Limited

STATEMENT OF CHANGES IN EQUITYFOR THE YEAR ENDED 31st MARCH,2024

(Rs. In Thousand)

Particulars	As at 31st March, 2024	As at 31st March, 2023
	Amt. Rs.	Amt. Rs.
A -EQUITY SHARE CAPITAL		
Outstanding at the Beginning of the Year	11,318	11,318
Issued during the Year	-	-
Total	**11,318**	**11,318**

(Rs. In Thousand)

Particulars	Balance at the beginning of reporting Period i.e 01st April,2023	Profit for the Year	Transfer to/ from Retained Earnings	Balance at the End of Reporting Period i.e. 31st March,2024
B -OTHER EQUITY				
As At 31ST MARCH, 2024				
Securities Premium Account	2	-	-	2
Retained earnings	(10,518)	1,731	-	(8,787)
Total	**(10,516)**	**1,731**	-	**(8,785)**

Particulars	Balance at the beginning of reporting Period i.e 01st April,2022	Profit for the Year	Transfer to/ from Retained Earnings	Balance at the End of Reporting Period i.e. 31st March,2023
As At 31ST MARCH, 2023				
Securities Premium Account	2	-	-	2
Retained earnings	(5,306)	(5212)	-	(10518)
Total	**(5,304)**	**(5212)**	-	**(10516)**

As per our report on even date attached
For D G M S & Co.
Chartered Accountants

For, Artificial Electronics Intelligent Material Limited
Formerly known as Datasoft Application Software (India) Limited

Atul B. Doshi
Partner
M.No. 102585
F.R.N.0112187W
Place: Mumbai
UDIN: 24102585BJZYEW1449
Date: 27/05/2024

Eswara Rao Nandam — **Director** — **DIN: 02220039**
Uma Nandam — **ole-time Director** — **DIN : 02220048**

Pratibha Dhanuka — **Company Secretary**
Uma Nandam — **Financial Officer**

Particulars	As at 31st March, 2024	As at 31st March, 2023
NOTE : 3 NON CURRENT LOANS		
Unsecured, considered good		-
(a) Security Deposits	200	
(b) Loan by Pramoter/ Directors/Associates Company/Subsidary Company/Group Company	-	3,161
(c) Loan to others		-
	200	3,161
Total	**200**	**3,161**

Particulars	As at 31st March, 2024	As at 31st March, 2023
NOTE : 4 CASH AND BANK BALANCES		
Balance with Banks		
Karnataka Bank	2	2
HDFC Bank	8,751	2
Cash on hand	11	11
Total	**8,764**	**15**

Particulars	As at 31st March, 2024	As at 31st March, 2023
NOTE : 5 INCOME/CUIRRENT TAX ASSETS (NET)		
Income Tax	-	45
Total	-	**45**

Particulars	As at 31st March, 2024	As at 31st March, 2023
NOTE : 6 OTHER CURRENT ASSETS		
		-
Unsecured, considered good		
(a) Balance with Government Authorities	209	30
(b) Other advances		-
	209	30
Total	**209**	**30**

	As at 31st March 2024		As at 31st March 2023	
	Units	Amt. Rs. In Thousand	Units	Amt. Rs. In Thousand
NOTE :7 SHARE CAPITAL				
Authorised Share Capital				
Equity Shares of ` 10 each	1,50,00,000.00	1,50,000.00	1,50,00,000.00	1,50,000.00
Issued				
Equity Shares of ` 10 each	11,31,840.00	11,318.40	11,31,840.00	11,318.40
Subscribed & Paid up				
Equity Shares of ` 10 each fully paid	11,31,840.00	11,318.40	11,31,840.00	11,318.40
Total	**11,31,840.00**	**11,318.40**	**11,31,840.00**	**11,318.40**

	As at 31st March 2024		As at 31st March 2023	
	No. of Shares		No. of Shares	
NOTE : 7.1 RECONCILIATION OF NUMBER OF SHARES				
Shares outstanding at the beginning of the year	11,31,840.00	11,318.40	11,31,840.00	11,318.40
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	11,31,840.00	11,318.40	11,31,840.00	11,318.40

The Company has only One class of Equity Share having a par value of Rs.10 per share. Each holder of Equity Shares is entitled to One vote per share. In the event of Liquidation of the company, the holder of Equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

	As at 31st March 2024		As at 31st March 2023	
	Units	% Held	Units	% Held
NOTE : 7.2 Details of Shares held by shareholders holding more than 5% of the aggregate shares in the co.				
Eswara Rao Nandam	1,95,572.00	17.28	1,95,572.00	17.28
Uma Nandam	1,45,812.00	12.88	1,45,812.00	12.88

Particulars	As At 31st March 2024	As At 31st March 2023
NOTE : 8 OTHER EQUITY		
Securities Premium Reserve		
As per last Balance Sheet	2	2
Add : On issue of shares	-	-
Less: Calls in arrears - by others	-	-
	2	2
Retained Earnings		
As per last Balance Sheet	(10,518)	(5,306)
Add/(Less): Profit for the year	1,731	(5,212)
Less: Income Tax Writtern Off	-	-
	(8,787)	(10,518)
Other Comprehensive Income (OCI)		
As per last Balance Sheet	-	-
Add/(Less): Movement in OCI (Net) during the year	-	-
	-	-
Total	**(8,785)**	**(10,516)**

Particulars	As at 31st March, 2024	As at 31st March, 2023
NOTE : 9 NON CURRENT BORROWINGS		
(Unsecured considered good)		
(a) Loans from related parties or Entity in which director or his relative is interested	5,702	2,449
	5,702	2,449
Total	**5,702**	**2,449**

Particulars	As at 31st March, 2024	As at 31st March, 2023
NOTE: 10 CURRENT TRADE PAYABLE		
Less than 01 Years		
Micro, Small and Medium Enterprises		
Others	396	-
		-
01-02 Years		
Micro, Small and Medium Enterprises		-
Others		-
02-03 Years		-
More than 3 Years		-
Total	**396**	**-**

Particulars	As at 31st March, 2024	As at 31st March, 2023
NOTE : 11 OTHER CURRENT LIABILITIES		
(a) Statutory Remittance		
Statutory dues	60	
(b) others		
Dues to Employees		
Other Liabilities	275	-
Unpaid Expenses	117	
Total	**452**	**-**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
NOTE : 12 REVENUE FROM OPERATIONS		
Sale of services	24,300	-
Other operating revenues	-	-
Total	**24,300**	-

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
NOTE : 12.1 PARTICULARS OF SALE OF PRODUCTS & SERVICES		
Sales of Services		
Consultancy Fees	24,300	-
Total	**24,300**	-

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
NOTE : 13 OTHER INCOME		
Interest Income		
Interest on FDs		1
Dividend Income		
Misc. Income		5
Exchange Rate Difference	162	
Total	**162**	**6**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
NOTE : 14 EMPLOYEE BENEFITS EXPENSES		
(a) Salaries and Wages	6,567	3,140
(b) Staff welfare expenses		217
Total	**6,567**	**3,357**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
NOTE: 15 OTHER EXPENSES		
Selling & Distrubution Expenses		
Sales & Marketting Exp	1,225	
Establishment Expenses		
Advertisement Expenses	97	184
Listing Fees	1,921	642
Freight Exp.		21
Share Transfer Fees/NSDL Fees	28	43
Auditor Fees	300	177
Insurance Exp.		49
Repair and Maintence Exp.	613	59
Bank Charges		-
Power and Fuel Exp	1,680	
Travelling Expenses	1,470	19
RTA Fees	106	98
Lease Rental	125	
Legal & Professional Fees	838	176
Printing and Stationery Exp	840	
Internet & Website Expenses		40
Office Expenses	33	105
Food Exp	1,500	
General Exp	1,122	
Security Exp.		51
Reimbursment Of Expenses	37	
Income Wirtten off	3,161	85
Mis Expenses.	245	113
Total	**15,339**	**1,861**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
NOTE :15.1 PAYMENT TO AUDITORS AS:		
As Auditor		
Statutory Audit	300	125
In other Capacity		
Taxation matters	-	52
Total	**300**	**177**

Ratio	Numerator	Denominator	As at 31st March, 2024	As at 31st March, 2023	% of change in Ratio	Reason for Variance
Current Ratio	Current Assets	Current Liabilities	6.08	-	608%	The Company has borrowing from Director are taken for more than 1 year So due to regrouping effect the ratios.
Debt Equity Ratio	Total Debt	Shareholder's Equity	2.25	3.05	89.46%	Due to Company has taken additional borrowings in current year.
Debt Service Coverage Ratio	EBITDA	Interest + Principal Repayment	#REF!	(0.55)	#REF!	Due to Company has taken additional borrowings in current year.
Return on Equity Ratio	Profit for the year	Shareholder's Equity	0.68	(6.50)	1019.08%	Due company has profit during the year.
Inventory Turnover Ratio	Sales	Average Inventory	NA	-	NA	
Trade Receivables turnover ratio	Net Sales	Closing Trade Receivables	0.00	-	#DIV/0!	
Trade payables turnover ratio	Total Purchases + Manufacturing Exp.	Closing Trade Payables	NA	-	#VALUE!	
Net capital turnover ratio	Sales	Working capital (CA-CL)	3.24	-	324.17%	Due Company's turnover increased compare to previous year.
Net profit ratio	Net Profit	Sales	0.07	-	7.13%	
Return on Capital employed	Earnings before interest and tax	Capital Employed	0.68	-	68.36%	Due to Company has profit during the year.

Note 2 Property, Plant & Equipment

Fixed Assets	Gross Block				Accumulated Depreciation					Net Block	
	Balance as at 1 st April 2023	Additions	Disposals	Balance as at 31 st March 2024	Balance as at 1 st April 2023	Depreciation charge for the year	Adjustment due to revaluations	On disposals	Balance as at 31 st March 2024	Balance as at 31 st March 2024	Balance as at 1 st April 2023
Tangible Assets											
Computers & Printers	-	7,35,000.00	-	7,35,000.00	-	1,61,391.19	-	-	1,61,391.19	5,73,608.81	-
Intangible Assets Under Development											
Total	**-**	**7,35,000.00**	**-**	**7,35,000.00**	**-**	**1,61,391.19**	**-**	**-**	**1,61,391.19**	**5,73,608.81**	**-**

Artificial Electronics Intelligent Material Limited
Formerly known as Datasoft Application Software (India) Limited

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
For The Year Ended 31st March 2024

Note: - 1 Significant accounting policies:

1.0 Corporate Information

DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED is a Limited Company, incorporated under the provisions of Companies Act, 1956 and having CIN: L31100TN1992PLC156105. The Company is mainly engaged in the business of developing & providing Software consultancy services.. The Registered office of the Company is situated at Plot No.OZ-13, Sipcot Hi-Tech SEZ, Oragadam, Sriperumbudur Kancheepuram TN 602105 IN.

1.1 Basis of preparation of financial statements

a. Accounting Convention: -

These financial statements of the Company have been prepared in accordance with Generally Accepted Accounting Principles in India ("Indian GAAP"). Indian GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with the Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the Historical Cost Convention and the Companies (Accounting Standards) Amendment Rules 2016 and the relevant provisions of the Companies Act, 2013.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Part I of Schedule Ill to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

b. **Functional and Presentation Currency**

The functional and presentation currency of the company is Indian rupees. This financial statement is presented in Indian rupees. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

All amounts disclosed in the financial statements and notes are rounded off to thousands the nearest INR rupee in compliance with Schedule III of the Act, unless otherwise stated.

c. Compliance with Ind AS

The financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015.

d. Use of Estimates and Judgments

The preparation of the Ind AS financial statements in conformity with the generally accepted accounting principles in India requires management to make estimates and assumptions that affect the reported amount of assets and liabilities as of the Balance Sheet date, reported

amount of revenue and expenses for the year and disclosure of contingent labilities and contingent assets as of the date of Balance Sheet. The estimates and assumptions used in these Ind AS financial statements are based on management's evaluation of the relevant facts and circumstances as of the date of the Ind AS financial statements. The actual amounts may differ from the estimates used in the preparation of the Ind AS financial statements and the difference between actual results and the estimates are recognized in the period in which the results are known/materialize.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in future periods affected.

Particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial Statement are as below:

1. Evaluation of recoverability of deferred tax assets/Liabilities ;
2. Useful lives of property, plant and equipment and intangible assets;
3. Provisions and Contingencies;
4. Provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions;
5. Recognition of Deferred Tax Assets/Liabilities
6. Valuation of Financial Instruments;

e. Current and Non - Current Classification

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

An asset / liability is treated as current when it is:-

i. Expected to be realised or intended to be sold or consumed or settled in normal operating cycle.
ii. Held primarily for the purpose of trading.
iii. Expected to be realised / settled within twelve months after the reporting period, or.

Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

iv. There is no unconditional right to defer the settlement of the liability for at least

twelve months after the reporting period.

All other assets and liabilities are classified as non-current.

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

1.2 ACCOUNTING POLICIES:

(A) Property, Plant and Equipment

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Cost includes purchase price, non-recoverable taxes and duties, labour cost and direct overheads for self-constructed assets and other direct costs incurred up to the date the asset is ready for its intended use.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation is provided on the Straight Line Value (SLM) over the estimated useful lives of the assets considering the nature, estimated usage, operating conditions, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support. The Company provides pro-rata depreciation from the day the asset is put to use and for any asset sold, till the date of sale.

Projects under commissioning and other Capital work-in-progress are carried at cost comprising of direct and indirect costs, related incidental expenses and attributable interest. Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

An item of property, plant and equipment is derecognized on disposal. Any gain or loss arising from recognition of an item of property, plant and equipment is included in profit or loss.

(B) Intangible Assets

Intangible assets are stated at cost of acquisition net of recoverable taxes, accumulated amortization, and impairment losses, if any. Such costs include purchase price, borrowing cost, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset,

as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and cost can be measured reliably.

The amortization period for intangible assets with finite useful lives is reviewed at each year-end. Changes in expected useful lives are treated as changes in accounting estimates.

Internally generated intangible asset Research costs are charged to the statement of Profit and Loss in the year in which they are incurred.

The cost of an internally generated intangible asset is the sum of directly attributable expenditure incurred from the date when the intangible asset first meets the recognition criteria to the completion of its development.

Product development expenditure is measured at cost less accumulated amortisation and impairment, if any. Amortisation is not recorded on product in progress until development is complete.

Gains or losses arising from derecognition of an Intangible Asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

(C) Impairment of assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

(D)Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to Chief Operating Decision Maker (CODM).

The Company has identified its Managing Director as CODM who is responsible for allocating resources and assessing performance of the operating segments and makes strategic

decisions.

The Company is operating in single business segments. Hence, reporting requirement of Segment reporting is not arise.

(E) Statement of Cashflow

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

(F) Cash and cash equivalents

Cash and cash equivalents comprises cash on hand, demand deposits and highly liquid investments with an original maturity of up to three month that are readily convertible into cash and which are subject to an insignificant risk of changes in value.

(G) Foreign Currency Transactions

i) Initial Recognition

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the transaction.

ii) Subsequent Recognition

As at the reporting date, non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. All non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

All monetary assets and liabilities in foreign currency are restated at the end of accounting period. Exchange differences on restatement of all other monetary items are recognised in the Statement of Profit and Loss.

Earnings in Foreign Currency: -

Particulars	F.Y.2023-24 (Rs. in Thousand)	F.Y.2022-23 (Rs. in Thousand)
Export Sales	24,300	NIL
Total		

Any subsequent events occurring after the Balance Sheet date up to the date of the approval of

the financial statement of the Company by the board of directors on 29th May, 2023 have been considered, disclosed and adjusted, if changes or event are material in nature wherever applicable, as per the requirement of Ind AS .

(H) Income Taxes

The tax expense for the period comprises of current tax and deferred income tax. Tax is recognized in Statement of Profit and Loss, except to the extent that it relates to items recognized in the Other Comprehensive Income or in Equity. In which case, the tax is also recognized in Other Comprehensive Income or Equity.

I. Current tax: -

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions. Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

II. Deferred tax:-

Deferred tax is recognized using the balance sheet approach. Deferred tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements.

Deferred tax asset is recognized to the extent that it is probable that taxable profit will be available against which such deferred tax assets can be realized. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

(I) Provisions and Contingencies

Provisions:

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are discounted to its present value as appropriate.

Contingent Liabilities:

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an

outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is termed as a contingent liability.

(J) Revenue recognition

Revenue is measured at fair value of the consideration received or receivable. Revenue is recognized when (or as) the Company satisfies a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

When (or as) a performance obligation is satisfied, the Company recognizes as revenue the amount of the transaction price (excluding estimates of variable consideration) that is allocated to that performance obligation.

The Company applies the five-step approach for recognition of revenue:

i. Identification of contract(s) with customers;
ii. Identification of the separate performance obligations in the contract;
iii. Determination of transaction price;
iv. Allocation of transaction price to the separate performance obligations; and
v. Recognition of revenue when (or as) each performance obligation is satisfied.

(K) Other income:

Interest: Interest income is calculated on effective interest rate, but recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend: Dividend income is recognised when the right to receive dividend is established.

(L) Finance Cost

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. based on borrowings incurred specifically for financing the asset or the weighted average rate of all other borrowings, if no specific borrowings have been incurred for the asset.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

All other borrowing costs are charged to the Statement of Profit and Loss for the period for

which they are incurred.

(M) Earnings per share (EPS):

Basic EPS is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted EPS, the net profit or loss for the period attributable to equity shareholders and the weighted average number of additional equity shares that would have been outstanding are considered assuming the conversion of all dilutive potential equity shares. Earnings considered in ascertaining the EPS is the net profit for the period and any attributable tax thereto for the period.

(N) Employee benefits

i. **Provident Fund**
Retirement benefit in the form of Provident Fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense when an employee renders the related service.

ii. **Gratuity**
The Management has decided to gratuity will be accounted in profit & loss A/c in each financial year when the claim is recognized by the company which is against the prescribed treatment of AS -15. The Quantum of provision required to be made for the said retirements benefits can be decided on actuarial basis and the said information could not be gathered. To the extent of such amount, the reserve would be lesser.

(O) Fair Value Measurement:

The Company measures financial instruments such as investments in quoted share, certain other investments etc. at fair value at each Balance Sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability at the measurement date. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
For The Year Ended 31st March 2024

Financial Instruments:

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

Financial assets:

Initial recognition

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial assets other than trade receivables and other specific assets are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in the Statement of Profit and Loss.

Subsequent measurement

Financial assets, other than equity instruments, are subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of both:

i. The entity's business model for managing the financial assets and

ii. The contractual cash flow characteristics of the financial asset.

De-recognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers rights to receive cash flows from an asset, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Financial Liabilities:

Initial Recognition and Subsequent Measurement

All financial liabilities are recognised initially at fair value and in case of borrowings and payables, net of directly attributable cost. Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments. Changes in the amortised value of liability are recorded as finance cost.

De-recognition

A financial liability is de-recognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

Figures in financial statement have been regrouped and / or rearranged where ever necessary.

16. The Company has not revalued its Property, Plant and Equipment for the current year.

17. There has been no Capital work in progress for the current year of the company.

18. There is no Intangible assets under development in the current year.

19. The balances of Trade payables, Trade Receivable and loans and advances are subject to confirmation by respective parties.

20. In the opinion of the Board of Directors, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business.

21. In the opinion of the Board of Directors, provisions for depreciation and all liabilities are adequate and not in excess of the amount reasonably necessary.

22. Wherever external evidence in the form of cash memos / bills / supporting are not available, the internal vouchers have been prepared, authorized and approved.

23. Statement of Management

(i) The current assets, loans and advances are good and recoverable and are approximately of the values, if realized in the ordinary courses of business unless and to the extent stated otherwise in the Accounts. Provision for all known liabilities is adequate and not in excess of amount reasonably necessary.

(ii) Balance Sheet, Statement of Profit and Loss and Cash Flow Statement read together with Notes to the accounts thereon, are drawn up so as to disclose the information required under the Companies Act, 2013 as well as give a true and fair view of the statement of affairs of the Company as at the end of the year and results of the Company for the year under review.

24. The Company has not advanced or loaned to or invested in funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a. directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

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

a. directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

26. The company does not have transaction with the struck off under section 248 of companies act, 2013 or section 560 of Companies act 1956.

27. The company is in compliance with the number of layers prescribed under clause (87) of section 2 of company's act read with companies (restriction on number of layers) Rules, 2017.

28. **(I) List of related party and their nature of relationship:**

Sr. No.	Nature of Relationship	Name of the Parties
1.	Enterprise in which Director/Relative of Director is Interested.	1. Polymatech Electronics Limited.
2.	Key Managerial Personnel/Directors	1. Eswara Rao Nandam 2. Uma Nandam 3. Pratibha Dhanuka

Transactions with Related parties:

Sr. No.	Name of Related Parties	Nature of Relation	Nature of Transaction with related parties	Volume of Transaction Amount (Rs. In thousand)		Balance at the end of the Year (Rs. In thousand)	
				2023-24	2022-23	2023-24	2022-23
1.	Polymatech Electronics Limited.	Enterprise in which Director/Relative of Director is Interested.	Unsecured Loan Given	-	4958.64	-	-
			Unsecured Loan Repayment	-	1842.64	-	-
2.	Eswara Rao Nandam	Managing Director	Unsecured Loan Repayment	-	4509.30	5701.98	2449.18
			Unsecured Loan Received	3252.80	6958.49		

3.	Pratibha Dhanuka	Company Secretary	Salary	300.00	-	-	-
4.	Uma Nandam	Director & CFO	Salary	607.00	-	-	-

30.Earnings Per Share:

The Company reports basic and diluted earnings per share (EPS) in accordance with the Accounting Standard 20 prescribed under The Companies (Accounting Standards) Rules, 2006 (as amended). The Basic EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The Diluted EPS has been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding at the end of the year.

Particulars	2023-24 Rupees in Thousand	2022-23 Rupees in Thousand
a. Net profit after tax	1731.00	(5212)
b. Weighted Average numbers of Equity Shares	11,31,840.00	11,31,840.00
c. Basic Earnings per Share (Rs.)	1.53	(4.61)
d. Diluted Earning per Share (Rs.)	1.53	(4.61)

31. Notes forming part of accounts in relation to Micro and small enterprise

1. Based on information available with the company, on the status of the suppliers being Micro or small enterprises, on which the auditors have relied, the disclosure requirements of Schedule III to the Companies Act,2013 with regard to the payments made/due to Micro and small Enterprises are given below :

Sr. No.	Particulars	Year Ended on 31st March 2024		Year Ended on 31st March 2023	
		Principal	Interest	Principal	Interest
I	Amount due as at the date of Balance sheet	Nil	Nil	Nil	Nil
Ii	Amount paid beyond the appointed date during the year	Nil	Nil	Nil	Nil
Iii	Amount of interest due and payable for the period of delay in making payments of	Nil	Nil	Nil	Nil

	principal during the year beyond the appointed date				
Iv	The amount of interest accrued and remaining unpaid as at the date of Balance sheet	Nil	Nil	Nil	Nil

The company has initiated the process of obtaining the confirmation from suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) but has not received the same in totality. The above information is compiled based on the extent of responses received by the company from its suppliers.

32. Details of crypto currency and virtual currency.

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

33. **Ratios.**

Ratio	Numerator	Denominator	As at 31st March, 2024	As at 31st March, 2023	% of change in Ratio	Reason for Variance
Current Ratio	Current Assets	Current Liabilities	6.07	-	607.39%	The Company has borrowing from Director are taken for more than 1 year So due to regrouping effect the ratios.
Debt Equity Ratio	Total Debt	Shareholder's Equity	2.25	3.05	89.43%	Due to Company has taken additional borrowings in current year.
Debt Service Coverage Ratio	EBITDA	Interest + Principal Repayment	0.45	(0.55)	167.63%	Due to Company has taken additional borrowings in current year.
Return on Equity Ratio	Profit for the year	Shareholder's Equity	0.68	(6.50)	1097.27%	Due company has profit during the year.
Net capital turnover ratio	Sales	Working capital (CA-CL)	3.24	-	324.19%	Due Company's turnover increased compare to previous year.
Net profit ratio	Net Profit	Sales	0.07	-	7.12%	-
Return on Capital employed	Earnings before interest and tax	Capital Employed	0.68	-	68.34%	Due to Company has profit during the year.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
For The Year Ended 31st March 2024

34. Shares held by Promoters & Promoter Group at the End of the Year :

Sr. No.	Promoter Name	No. of Shares as on 2023-24	% of Total Shares	No. of Shares as on 2022-23	% of Total Shares	% Changes During the Year
1	Eswara Rao Nandam	195,572.00	17.28	195,572.00	17.28	-
2	Uma Nandam	145,812.00	12.88	145,812.00	12.88	-

35. Compliance with approved scheme of Arrangements.

Company does not have made any arrangements in terms of section 230 to 237 of companies act 2013, and hence there is no deviation to be disclosed.

36. **Utilization of borrowed funds and share premium.**

As on March 31, 2024 there is no unutilized amount in respect of any issue of securities and long term borrowing from banks and financial institution. The borrowed funds have been utilized for the specific purpose for which the funds were raised.

37. **Corporate social responsibility (CSR).**

The section 135 (Corporate social responsibility) of companies Acts, 2013 is not applicable to the company.

As per our report on even dated attached

For D G M S & Co.
Chartered Accountants

Atul B Doshi
Partner
M.No 102585
F.R.N. 0112187W
Place: Mumbai
UDIN: 24102585BJZYEW1449
Date: 27/05/2024

For, Artificial Electronics Intelligent Material Limited
Formerly known as Datasoft Application Software (India) Limited

Eswara Rao Nandam
Director
DIN: 02220048

Uma Nandam
Whole-time Director
DIN: 02220048

Pratibha Dhanuka
Company Secretary

Uma Nandam
Chief Financial Officer