

**Gaussian Online Skill Gaming Private Limited**

**Audited Financial Statements for the Year Ended 31st March, 2023**

**Amit Desai & Co  
Chartered Accountants  
36, Sunbeam Apartments,  
3A Pedder Road, Mumbai 400 026.  
Email id : amitdesaiandco@gmail.com**



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INDEPENDENT AUDITOR'S REPORT

To the Members of GAUSSIAN ONLINE SKILL GAMING PRIVATE LIMITED

Report on the Audit of the Financial Statements

**Opinion**

We have audited the accompanying financial statements of GAUSSIAN ONLINE SKILL GAMING PRIVATE LIMITED ('the Company'), which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the state of affairs (financial position) of the Company as at 31st March, 2023, and its loss (financial performance including other comprehensive income), its cash flows and changes in equity for the year ended on that date.

**Basis for Opinion**

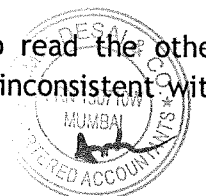
We conducted our audit in accordance with the Standards on Auditing ('SAs') specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with



the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

The Director's Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

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

The accompanying financial statements have been approved by the Company's Board of Directors. 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 state of affairs (financial position), profit or loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management and the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

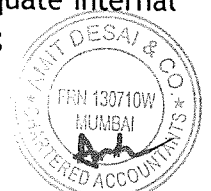
Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional 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 Act, 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.

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

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

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

1. 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.
2. 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 the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
3. Further to our comments in Annexure A, as required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the accompanying financial statements;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The financial statements dealt with by this report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B';
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:



- (i) The Company does not have any pending litigations which would impact its financial position as at 31st March, 2023;
- (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31st March, 2023;
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2023;
- (iv)
  - a) The management has represented, that, to the best of its knowledge and belief, as disclosed in note 24(vi) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources of 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - b) The management has represented, that, to the best of its knowledge and belief, as disclosed in note 24(vii) 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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - c) Based on the such audit procedures performed, as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations made in sub-clauses (a) and (b) above contain any material misstatement.
- (v) The Company has not declared or paid dividend during the year ended 31<sup>st</sup> March, 2023.
- (vi) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 requires all companies which use accounting software for maintaining their books of account, to use such an accounting software which has a feature of audit trail, with effect from the financial year beginning on 1st April 2023 and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 (as amended) is not applicable for the current financial year.

For Amit Desai & Co  
Chartered Accountants  
ICAI Firm Reg. No.: 130710W



(Amit N. Desai)

Partner

Membership No. 032926



Mumbai: 10th April, 2023

UDIN: 2302926BGUMJY3888

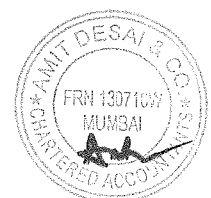
**Annexure A to the Independent Auditor's Report of even date to the members of GAUSSIAN ONLINE SKILL GAMING PRIVATE LIMITED, on the financial statements for the year ended 31st March, 2023**

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we report that:

- (i)
- (a) The Company does not have any Property, Plant and Equipment, intangible assets and immovable properties hence reporting under paragraph 3(i)(a) to (d) of the Order are not applicable to the Company;
  - (b) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii)
- a) The Company does not have any inventory and hence reporting under paragraph 3 (ii) (a) of the Order are not applicable to the Company;
  - b) During the year, the company did not have working capital limits sanctioned in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets; accordingly the provisions of paragraph 3(ii)(b) of the Order are not applicable to the Company.
- (iii) During the year, the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or other parties, accordingly the provisions of paragraph 3(iii)(a) to (f) of the Order are not applicable to the Company.
- (iv) In our opinion, the Company has not entered into any transaction covered under Section 185 and 186 of the Act, accordingly the provisions of paragraph 3(iv) of the Order are not applicable to the Company.
- (v) the Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of Section 73 to Section 76 or any other relevant provisions of the Act and the rules framed there under apply.
- (vi) The Central Government has not specified maintenance of cost records under Sub-Section (1) of Section 148 of the Act, in respect of Company's products/services. Accordingly, the provisions of paragraph 3(vi) of the Order are not applicable.
- (vii)
- (a) Undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues, as applicable, have generally been regularly deposited to the appropriate authorities, though there has been slight delay in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.



- (b) There are no dues outstanding in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) There are no transactions that were not recorded in the books of accounts, which have been surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961.
- (ix)
- (a) The Company has not defaulted in the repayment of dues to any lenders including banks and financial institutions and government, during the year.
  - (b) The Company has not been declared as a willful defaulter by any bank or financial institution or other lender.
  - (c) Company has not taken any term loans during the year.
  - (d) No funds raised on short-term basis have been used for long-term purposes by the company.
  - (e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
  - (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x)
- (a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions of paragraph 3(x)(a) of the Order are not applicable to the Company.
  - (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partly or optionally convertible) during the year. Accordingly, the provisions of paragraph 3(x)(b) of the Order are not applicable to the Company.
- (xi)
- (a) No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
  - (b) No report under sub-section 12 of Section 143 of the Companies Act has been filed by us in Form ADT 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.
  - (c) The Company does not belong to the class of Companies required establish a vigil mechanism for its directors and employees as per section 177(9) of the Companies Act, accordingly the provisions of paragraph 3(xi)(c) of the Order are not applicable to the Company.
- (xii) In our opinion, the Company is not a Nidhi Company. Accordingly, the provisions of paragraph 3(xii) of the Order are not applicable.
- (xiii) In our opinion, all transactions with the related parties are in compliance with Sections 188 of the Act, where applicable and requisite details have been disclosed in the financial statements, as required by the applicable Ind AS. Further, according to the information and explanations given to us, the Company is not required to constitute an audit committee under Section 177 of the Act.



- (xiv) The Company does not belong to the class of Companies required to appoint an internal auditor as per section 138 of the Companies Act, accordingly the provisions of paragraph 3 (xi) (c) of the Order are not applicable to the Company.
- (xv) In our opinion during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the company.
- (xvi) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of paragraph 3(xvi)(b) to (d) of the Order are not applicable to the Company.
- (xvii) In our opinion, the Company has incurred a cash loss of Rs.1.50 lakhs in the current financial year and of Rs.1.41 lakhs in the immediately preceding financial year.
- (xviii) According to the information and explanations given to us and based on our examination of the records of the Company, there has not been any resignation of the statutory auditors of the company during the year.
- (xix) According to the information and explanations given to us and 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, 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 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) The Company is not covered under the provisions of section 135(1) of the Companies Act, accordingly the provisions of paragraph 3 (xx) of the Order are not applicable to the Company.
- (xxi) The Company does not have any subsidiaries, associates or joint ventures and is not required to prepare consolidated financial statements, hence the provisions of paragraph 3 (xxi) are not applicable to the Company.

For Amit Desai & Co  
Chartered Accountants  
ICAI Firm Registration No. 130710W



(Amit N. Desai)  
Partner  
Membership No. 032926



Mumbai: 10th April, 2023

UDIN: 2302926 BGUMJY3888



**Annexure B to the Independent Auditor's Report of even date to the members of GAUSSIAN ONLINE SKILL GAMING PRIVATE LIMITED on the internal financial controls with reference to the financial statements for the year ended 31st March, 2023 under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

In conjunction with our audit of the financial statements of GAUSSIAN ONLINE SKILL GAMING PRIVATE LIMITED ('the Company') as of and for the year ended 31st March, 2023, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

### **Responsibilities of Management and Those Charged with Governance for Internal Financial Controls**

The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### **Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') 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 with reference to financial statements were 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

### **Meaning of Internal Financial Controls with Reference to Financial Statements**

A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements include



those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### **Opinion**

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31st March, 2023, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Amit Desai & Co  
Chartered Accountants  
ICAI Firm's Reg. No.: 130710W



*Amit Desai*

(Amit N. Desai)

Partner

Membership No.: 032926



Mumbai: 10th April, 2023

UDIN: 23032926B GUM JY3888

**Gaussian Online Skill Gaming Private Limited**  
**Balance Sheet as at 31st March 2023**

(Rs. In Lakh)

Particulars	Note No.	As at	
		31st March 2023	31st March 2022
<b>I ASSETS</b>			
<b>Current Assets</b>			
(a) Financial Assets			
Cash and Cash Equivalents	2	8.75	2.06
(b) Other Current Asset	3	0.92	0.88
		9.67	2.94
<b>TOTAL ASSETS</b>		<b>9.67</b>	<b>2.94</b>
<b>II EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	4	1.00	1.00
(b) Other Equity	5	(11.51)	(10.01)
		(10.51)	(9.01)
<b>Liabilities</b>			
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	6	18.22	11.12
(ii) Trade Payables	7		
- total outstanding dues of micro enterprises and small enterprises		0.63	0.32
- total outstanding dues of creditors other than micro enterprises and small enterprises		1.30	0.51
(b) Other Current Liabilities	8	0.03	-
		20.18	11.95
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>9.67</b>	<b>2.94</b>

The accompanying significant accounting policies and notes are an integral part of these financial statements.

As per Our Report of Even Date

For Amit Desai & Co

Chartered Accountants

ICAI Firm Registration No.: 130710W

*Amit N. Desai*

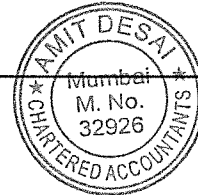
Amit N. Desai

Partner

Membership No.: 032926

Place: Mumbai

Date: 10th April 2023



For and on behalf of Board of Directors

*Mansi Jain*

Mansi Jain

Director

DIN: 03102614

Place: Mumbai

Date: 10th April 2023

*Farzana Mojsani*

Farzana Mojsani

Director

DIN: 02225595

**Gaussian Online Skill Gaming Private Limited**  
**Statement of Profit & Loss for the year ended 31st March 2023**

(Rs. In Lakh)

Particulars	Note No.	Year Ended	Year Ended
		31st March 2023	31st March 2022
<b>Income</b>			
Revenue from Operations		-	-
Other Income		-	-
<b>Total Income</b>		-	-
<b>Expenses</b>			
Finance Costs	9	0.02	0.07
Other Expenses	10	1.48	1.34
<b>Total Expenses</b>		1.50	1.41
<b>Profit/(Loss) Before Tax and Exceptional Items</b>		<b>(1.50)</b>	<b>(1.41)</b>
Exceptional Items		-	-
Profit/(Loss) Before Tax		(1.50)	(1.41)
Tax Expenses		-	-
- Current Tax		-	-
- Deferred Tax		-	-
Total Tax Expenses		-	-
Profit/(Loss) After Tax for the Year		(1.50)	(1.41)
<b>Other Comprehensive Income</b>			
Total Other Comprehensive Income for the Year		-	-
<b>Total Comprehensive Income for the Year</b>		<b>(1.50)</b>	<b>(1.41)</b>
Earning Per Equity Share (Nominal Value of Rs.10/- each) Basic and Diluted (in Rs.)	16	(15.03)	(14.12)

The accompanying significant accounting policies and notes are an integral part of these financial statements.

As per Our Report of Even Date

For Amit Desai & Co

Chartered Accountants

ICAI Firm Registration No.: 130710W

*Amit Desai*

**Amit N. Desai**

Partner

Membership No.: 032926

Place: Mumbai

Date: 10th April 2023



For and on behalf of Board of Directors

*Manoj Jain*

**Manoj Jain**

Director

DIN: 03102614

Place: Mumbai

Date: 10th April 2023

*Farzana Mojgani*

**Farzana Mojgani**

Director

DIN: 02225595

**Gaussian Online Skill Gaming Private Limited**  
**Cash Flow Statement for the Year Ended 31st March 2023**

(Rs. In Lakh)

	Particulars	Year Ended 31st March 2023	Year Ended 31st March 2022
<b>A.</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	Net Loss Before Tax	(1.50)	(1.41)
	<b>Adjustments For:</b>		
	Finance Costs	0.02	0.07
	Operating Loss Before Working Capital Changes	(1.48)	(1.34)
	<b>Adjustments For :</b>		
	Other Current Assets	(0.04)	(0.36)
	Trade Payables & Other Liabilities	1.13	(5.34)
	<b>Cash Generated from Operations</b>	<b>(0.38)</b>	<b>(7.04)</b>
	Taxes Paid (Net of Refund)	-	-
	<b>Net Cash Flow Generated From Operating Activities (A)</b>	<b>(0.38)</b>	<b>(7.04)</b>
<b>B.</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	<b>Net Cash Flow Generated From / (Used In) Investing Activities (B)</b>	-	-
<b>C.</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Net Proceeds from Borrowings	7.10	7.01
	Finance Costs	(0.02)	(0.07)
	<b>Net Cash Flow Generated From / (Used In) Financing Activities (C)</b>	<b>7.08</b>	<b>6.94</b>
	Increase/ (Decrease) in Cash and Cash Equivalents (A + B + C)	6.70	(0.10)
	Cash & Cash Equivalents As At Beginning of the Year	2.06	2.15
	<b>Cash &amp; Cash Equivalents As At End of the Year</b>	<b>8.75</b>	<b>2.06</b>
	<b>Component of Cash and Cash Equivalents Includes:</b>		
	Bank Balance		
	In Current Account (refer note no. 2)	8.75	2.06

**Notes :**

- 1) The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Ind AS - 7 on Statement of Cash Flow.
- 2) Figures in bracket indicates cash outflow.
- 3) Reconciliation of financing activities

Particulars	As at 31st March 2022	Cash Flows / Reclassification	As at 31st March, 2023
Borrowings	11.12	7.10	18.22
<b>Total</b>	<b>11.12</b>	<b>7.10</b>	<b>18.22</b>

As per Our Report of Even Date  
For Amit Desai & Co

Chartered Accountants  
ICAI Firm Registration No.: 130710W

*Amit N. Desai*

**Amit N. Desai**  
Partner  
Membership No.: 032926  
Place: Mumbai  
Date: 10th April 2023



For and on behalf of Board of Directors

*Manoj Jain*

**Manoj Jain**  
Director  
DIN: 03102614  
Place: Mumbai  
Date: 10th April 2023

*Farzana Mojjani*

**Farzana Mojjani**  
Director  
DIN: 02225595

**Gaussian Online Skill Gaming Private Limited**  
**Statement of Changes in Equity for the Year Ended 31st March 2023**

**A) Equity Share Capital**

Particulars	Rs. In Lakh
Balance as at 1st April, 2021	1.00
Changes in Equity Share Capital	-
As at 31st March, 2022	1.00
Changes in Equity Share Capital	-
As at 31st March, 2023	1.00

**B) Other Equity**

(Rs. In Lakh)

Particulars	Reserves & Surplus		Total
	Retained Earnings	Other Comprehensive Income	
Balance as at 1st April, 2021	(8.60)	-	(8.60)
Profit/(Loss) for the Year	(1.41)	-	(1.41)
<b>Balance as at 31st March 2022</b>	<b>(10.01)</b>	-	<b>(10.01)</b>
Balance as at 1st April 2022	(10.01)	-	(10.01)
Profit/(Loss) for the Year	(1.50)	-	(1.50)
<b>Balance as at 31st March 2023</b>	<b>(11.51)</b>	-	<b>(11.51)</b>

As per Our Report of Even Date  
 For Amit Desai & Co  
 Chartered Accountants  
 ICAI Firm Registration No.: 130710W

*Amit Desai*

Amit N. Desai  
 Partner  
 Membership No.: 032926  
 Place: Mumbai  
 Date: 10th April 2023



For and on behalf of Board of Directors

*Manoj Jain*

Manoj Jain  
 Director  
 DIN: 03102614  
 Place: Mumbai  
 Date: 10th April 2023

*Farzana Moigani*

Farzana Moigani  
 Director  
 DIN: 02225595

**Gaussian Online Skill Gaming Private Limited**  
**Notes to the Financial Statement for the year ended 31st March 2023**

**1 Statement of Significant Accounting Policies**

**A Company Overview**

Gaussian Online Skill Gaming Private Limited, incorporated in the year 2018, is to carry on the business of designing, consulting, developing, marketing, hosting online, computer and mobile games and other cellphone and internet applications and any other media. The Company is subsidiary of Delta Corp Limited.

**B Significant Accounting Policies**

**a) Basis for preparation of financial Statements**

**i) Compliance with Ind AS**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereafter referred to as the "Ind AS") as notified by the Ministry of Corporate Affairs pursuant to Section 133 of Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards (Ind AS) Rules, 2015 as amended and other relevant provisions of the Act and rules framed thereunder.

**ii) Historical cost convention**

The financial statements have been prepared on a historical cost basis, except certain financial assets and liabilities which are measured at fair values.

**iii) Current and Non-Current classification**

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

**b) Property, Plant and Equipment (including Capital work-in-progress)**

There is no Property, Plant and Equipment in the Company.

**c) Inventories**

There are no Inventories held by the Company.

**d) Borrowings**

Borrowing are initially recognized at net of transaction costs incurred and measured at amortised cost. Borrowings are classified as current liabilities unless the Company has an unconditional right to defer the settlement of the liability for at least 12 months after the reporting Year.

**Effective Interest method**

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest expenses over the relevant Year. The effective interest rate is the rate that exactly discounts estimated future cash payment (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter Year, to the gross carrying amount on initial recognition.

**e) Revenue Recognition**

Revenue is measured at the value of the consideration received or receivable. The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and specific criteria have been met for each of the Company's activities as described below.

**i) Revenue from Sale of goods & services**

Sale of Goods & Services are recognized when significant risks and rewards of ownership are passed on to customers or when the full / complete services have been provided. Sales are stated at contractual realizable value.

**f) Employee Benefits**

There is no employee in the Company

**g) Foreign Currency Transactions**

There is no foreign transaction during the year



**Gaussian Online Skill Gaming Private Limited**  
**Notes to the Financial Statement for the year ended 31st March 2023**

**h) Income Tax**

The tax expense for the Year comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

**Current Tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

**Deferred Tax**

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities used in the computation of taxable profit and their carrying amount in the financial statement. Deferred tax assets and liabilities are measured using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting Year. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting Year.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

**Minimum Alternate Tax (MAT)**

Minimum Alternate Tax credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified Year. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified Year.

**i) Earnings Per Share**

**Basic Earnings per Share**

Basic earnings per share is calculated by dividing the profit attributable to owners of the company by the weighted average number of equity shares outstanding during the financial year. Earnings considered in ascertaining the Company's earnings per share is the net profit for the Year.

**Diluted Earnings per share**

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

**j) Financial Instruments**

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

**i) Financial Assets**

**A. Initial recognition and measurement**

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

**B. Subsequent measurement**

**a) Financial assets carried at amortised cost (AC)**

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**b) Financial assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**c) Financial assets at fair value through profit or loss (FVTPL)**

A financial asset which is not classified in any of the above categories are measured at FVTPL.

**C Impairment of Financial Assets**

In accordance with Ind AS 109, the company applies the expected credit loss model for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

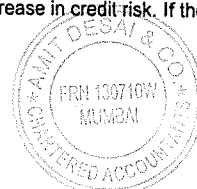
Expected credit losses are measured through a loss allowance at an amount equal to:

The twelve months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible with 12 months after the reporting date); or

Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 months ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.





**Gaussian Online Skill Gaming Private Limited**  
**Notes to the Financial Statement for the year ended 31st March 2023**

**ii) Financial Liabilities**

**Initial Recognition and measurement**

All financial liabilities are recognised initially at fair value and, in the case of loans, net of directly attributable transaction costs.

**Subsequent measurement**

**Financial liabilities at FVTPL**

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation. Amortisation is recognised as finance income in the Statement of Profit and Loss.

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short term maturity of these instruments.

**Financial liabilities at amortised cost**

After initial recognition, interest-bearing loans are subsequently measured at amortised cost using the effective interest rate method.

Where the terms of a financial liability is re-negotiated and the Company issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in the Statement of Profit and Loss; measured as a difference between the carrying amount of the financial liability and the fair value of equity instrument issued.

**Offsetting financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**k) Significant management judgments in applying accounting policies and estimation uncertainty**

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Difference between actual results and estimates are recognized in the Year in which the results are known/ materialized.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing on the reporting date.

**Impairment of non-financial assets**

Assessment is done at each Balance Sheet date to evaluate whether there is any indication that a non-financial asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

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

**Recoverability of trade receivable**

Judgments are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

**Provisions and Contingent Liabilities**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

**Impairment of financial assets**

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

**Fair value measurement**

Management uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.



**Gaussian Online Skill Gaming Private Limited**  
**Notes to the Financial Statement for the year ended 31st March 2023**

**1) Recent accounting pronouncements**

All the Ind AS issued and notified by the Ministry of Corporate Affairs ('MCA') under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements are authorised have been considered in preparing these financial statement.

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 31st March, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:  
Ind AS 1 - Presentation of Financial Statements - This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates.

Ind AS 12 - Income Taxes - This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences.

The effective date for adoption of these amendments is annual periods beginning on or after 1st April, 2023. The Company has evaluated the amendments and the impact of the amendments is insignificant in the financial statements.



**Gaussian Online Skill Gaming Private Limited**  
Notes to the Financial Statements for the Year Ended 31st March 2023

(Rs. In Lakhs)

2	Cash and Cash Equivalents	As at	
		31.03.2023	31.03.2022
<u>Cash and Cash Equivalents:</u>			
	Balance with Banks in Current Accounts	8.75	2.06
	<b>Total</b>	<b>8.75</b>	<b>2.06</b>

(Rs. In Lakhs)

3	Other Current Asset	As at	
		31.03.2023	31.03.2022
	Balance with Statutory & Government Authorities	0.92	0.88
	<b>Total</b>	<b>0.92</b>	<b>0.88</b>

4	Equity Share Capital	As at 31st March 2023		As at 31st March 2022	
		No. of Shares	(Rs. In Lakhs)	No. of Shares	(Rs. In Lakhs)
<u>Authorised Shares:</u>					
	Equity Shares of Rs.10/- Each	30,00,000	300.00	30,00,000	300.00
	<b>Total</b>	<b>30,00,000</b>	<b>300.00</b>	<b>30,00,000</b>	<b>300.00</b>
<u>Issued, Subscribed And Fully Paid-Up:</u>					
	Equity Shares of Rs. 10/- each	10,000	1.00	10,000	1.00
	<b>Total</b>	<b>10,000</b>	<b>1.00</b>	<b>10,000</b>	<b>1.00</b>

a) **Reconciliation of the Shares at the Beginning and at the End of the Reporting Period**

Equity Shares	2022-23		2021-22	
	No. of Shares	(Rs. In Lakhs)	No. of Shares	(Rs. In Lakhs)
At the Beginning of the Year	10,000	1.00	10,000	1.00
Issued During the Year	-	-	-	-
Bought Back During the Year	-	-	-	-
Outstanding at the End of the Year	<b>10,000</b>	<b>1.00</b>	<b>10,000</b>	<b>1.00</b>

b) **Terms/Rights Attached to Equity Shares**

The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders 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.

c) **Details of Equity Shares Aggregate of Holding More Than 5 % shares in Company**

Shares held by promoters at the end of the Year		2022-23		2021-22	
S.No	Shareholder's Name	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
1	Delta Corp Limited	10,000	100.00	10,000	100.00

(\* 1 share held with Nominee Director)

d) **Shares held by promoters at the end of the Year**

Name of Promoter Group	31st March, 2023				
	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% Changes during the year
Delta Corp Limited	10,000.00	-	10,000.00	100%	-

Name of Promoter Group	31st March, 2022				
	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% Changes during the year
Delta Corp Limited	10,000.00	-	10,000.00	100%	-

5	Other Equity	As at	
		31.03.2023	31.03.2022
<u>Retained earning</u>			
	Opening Balance	(10.01)	(8.60)
	(+) Net Profit/(Loss) For the Current Year	(1.50)	(1.41)
	Closing Balance	<b>(11.51)</b>	<b>(10.01)</b>
	<b>Total</b>	<b>(11.51)</b>	<b>(10.01)</b>



(Rs. In Lakhs)

6	Borrowings - Current	As at	
		31.03.2023	31.03.2022
	Inter Corporate Deposits (Repayable on Demand and Interest Free) (refer note no. 15)	18.22	11.12
	<b>Total</b>	<b>18.22</b>	<b>11.12</b>

(Rs. In Lakhs)

7	Trade Payables	As at	
		31.03.2023	31.03.2022
	Total outstanding dues of micro and small enterprises	0.63	0.32
	Other than micro & small enterprises	1.30	0.51
	<b>Total</b>	<b>1.93</b>	<b>0.83</b>

Refer note no. 23 for Ageing of trade payables.

Details of dues to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006.

The Micro, Small and Medium Enterprises Development Act, 2006 Company has sent letters to suppliers to confirm whether they are covered under Micro, Small and Medium Enterprises Development Act 2006 as well as they have file required memorandum with the prescribed authorities. Out of the letters sent to the parties, some confirmations have been received till the date of finalization of Balance Sheet. Based on the confirmations received, the detail of outstanding are as under:

(Rs. In Lakhs)

Particulars	As at	
	31.03.2023	31.03.2022
The Principal Amount Remaining Unpaid At The End Of The Year	0.63	0.32
The Interest Amount Remaining Unpaid At The End Of The Year	-	-
The Amount Of Interest Paid By The Buyer In Terms Of Section 16 Of The MSMED Act 2006	-	-
The Amount Of Interest Due And Payable For The Period Of Delay In Making Payment (Which Have Been Paid But Beyond The Appointed Day During The Year) But Without Adding The Interest Specified Under The MSMED Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The Amount Of Further Interest Remaining Due And Payable Even In The Succeeding Years, Until Such Date When The Interest Dues As Above Are Actually Paid To The Small Enterprise For The Purpose Of Disallowance As A Deductible Expenditure Under Section 23 Of The MSMED Act 2006	-	-

(Rs. In Lakhs)

8	Other Current Liabilities	As at	
		31.03.2023	31.03.2022
	Duties and Taxes	0.03	-
	<b>Total</b>	<b>0.03</b>	<b>-</b>

(Rs. In Lakhs)

9	Finance Costs	Year Ended	
		31.03.2023	31.03.2022
	Interest on tax deducted at source	-	0.07
	Bank Charges	0.02	-
	<b>Total</b>	<b>0.02</b>	<b>0.07</b>

(Rs. In Lakhs)

10	Other Expenses	Year Ended	
		31.03.2023	31.03.2022
	Payment to the Auditors		
	- as Audit Fees	0.34	0.45
	Rent	0.64	0.64
	Office Maintenance	-	0.06
	Legal & Professional Fees	0.23	0.10
	Rates & Taxes	0.26	0.05
	ROC Fees & Filing Fees	0.02	0.04
	<b>Total</b>	<b>1.48</b>	<b>1.34</b>



**Gaussian Online Skill Gaming Private Limited**  
**Notes to the Financial Statements for the Year Ended 31st March, 2023**

**11 Ratios**

Ratios	Unit	Basis	For the Year Ended 31st March, 2023	For the Year Ended 31st March, 2022	Variance
Current Ratio	Times	Current Assets	0.48	0.25	92.00%
		Current Liabilities			
Debt - Equity Ratio***	Times	Total debt	(1.87)	(1.34)	39.55%
		Average Shareholder's equity			
Debt Service Coverage Ratio	Percentage	Earnings before Interest & Tax	(0.10)	(0.18)	-44.44%
		Average Total Debt			
Return on Equity Ratio	Percentage	Profit after tax	15.37%	16.98%	-9.48%
		Average Shareholder's equity			
Trade Payables turnover ratio	Times	Net Credit Purchase	0.88	1.05	-16.19%
		Average Trade Payables			
Trade Receivable turnover ratio	Times	Revenue from Operation	NA	NA	NA
		Average Trade Receivable			
Net Capital turnover ratio	Times	Revenue from Operation	NA	NA	NA
		Average Working capital			
Inventory Turnover Ratio	Times	Cost of Goods Sold	NA	NA	NA
		Average of Inventories			
Net profit ratio	Percentage	Profit After Tax	NA	NA	NA
		Revenue from Operation			
Return on Capital Employed	Percentage	Earnings before Interest & Tax (EBIT)	15.16%	16.13%	-6.01%
		Average Capital Employed**			
Return on investment	Percentage	Investment Income	NA	NA	NA
		Investments			

\* EBIT - Earning before Interest, tax, exceptional items and other income.

\*\* Capital employed = Equity Shareholder - Intangible assets - Intangible assets under development - Deffered Tax Assets (Net) - Non Current Tax Assets + Current Tax Liability + Deffered Tax Liabilities (Net).

\*\*\* Since Shareholder's equity is negative due to losses therefore debt equity ratio is negative.

**Note:**

- Wherever, numerator and denominator both are positive, ratio is presented as positive.
- Wherever, either numerator or denominator or both are negative, ratio is presented as negative.

**Reasons for more than 25% variance**

1. Current Ratio: In Current Year, Company has borrowed fund to incurred day to day expenses but fund lying in bank account high resulting in to increased in current ratio as compare with previous year.

2. Debt Equity Ratio and Debt Service Coverage Ratio: In Current Year, company has raised more debt for day to day epxenses as there is no source of income, due to this there is adverse impact on Debt Equity Ratio and Debt Service Coverage Ratio.



**Gaussian Online Skill Gaming Private Limited**  
**Notes to the Financial Statements for the Year Ended 31st March 2023**

- 12 In the opinion of the Directors there were no contingent liabilities as at balance sheet date.
- 13 **Segment Disclosure**  
Since there is only one segment in which company is operating segment reporting as required under the Ind AS 108 on "Operating segment" is not applicable.
- 14 Various debit and credit balances are subject to confirmation/reconciliation and consequent adjustments, if any. The Company is of the view that reconciliation(s), if any, arising out of final settlement of accounts with these parties is not likely to have any material impact on the accounts. The Current Assets are stated in the balance sheet at the amount which are at least realizable in ordinary course of business.

15 **Related Party Disclosures**  
Information in accordance with the requirements of Indian Accounting Standard 24 on Related Party Disclosures

(A) Related Parties and transactions with them during the year as identified by the Management areas given below:

- (i) Holding Company  
Delta Corp Limited (DCL)
- (ii) Key Management Personnel's (KMPs):  
• Mr. Sunil Nair – Director  
• Mr. Farzana Mojgani – Director
- (iii) Other Related Party Where Common Control Exists  
• Delitech Gaming Limited (Formerly known as Gaussian Networks Private Limited) (GNPL)
- (iv) Individual having significant influence or control directly or indirectly  
• Mr. Jaydev Mody (JM) - Chairman of Holding Company DCL
- (v) Enterprises over which person mentioned in (iv) above exercises significant influence or control  
• Freedom Registry Limited (FRL)

(B) Details of transactions carried out with related parties

Nature of Transactions	Holding Company		Other Related Party Where Common Control Exists		Enterprises over Which Person Mentioned in (iv) above exercises significant influence directly or indirectly		Total
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	
Loan Taken							
DCL	7.10	7.01	-	-	-	-	7.10
Total	7.10	7.01	-	-	-	-	7.01
Professional Fees Expense							
FRL	-	-	-	-	0.12	-	0.12
Total	-	-	-	-	0.12	-	0.12
Reimbursement of Expense							
GNPL	-	-	-	2.50	-	-	2.50
Total	-	-	-	2.50	-	-	2.50
<b>Closing Balance as on 31st March</b>							
Trade payables							
FRL	-	-	-	-	0.06	-	0.06
Total	-	-	-	-	0.06	-	0.06
Loan Taken							
DCL	18.22	11.12	-	-	-	-	18.22
Total	18.22	11.12	-	-	-	-	18.22

(Rs. In Lakhs)



**Gaussian Online Skill Gaming Private Limited**  
**Notes to the Financial Statements for the Year Ended 31st March 2023**

**16 Earning Per Shares**

Earnings Per Share (EPS) – EPS is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. Numbers used for calculating basic and diluted earnings per equity share are as stated below:

Particulars	(Rs. In Lakhs unless specified)	
	Year Ended 31.03.2023	Year Ended 31.03.2022
Profit / (Loss) After Tax	(1.50)	(1.41)
Numerator used for Calculating Earnings Per Share	(1.50)	(1.41)
Total Number of Equity Shares (Nos.)	10,000	10,000
Weighted Average Number of Equity Shares used as Denominator for calculating Basic and Diluted Earning Per Share (Nos.)	10,000	10,000
Basic and Diluted Earnings Per Share - Diluted (in Rs.)	(15.03)	(14.12)
Face value per share (in Rs.)	10.00	10.00

**17 Liquidity Risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, Company treasury maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows.

**Maturity Profile of Financial Liabilities as on:**

(Rs. In Lakhs unless specified)

Maturities of Financial Liabilities	31st March 2023		
	0 to 1 year	1 to 5 year	5 Years & above
Borrowings	18.22	-	-
Trade Payables	1.93	-	-
	20.15	-	-

**Maturity Profile of Financial Liabilities as on:**

(Rs. In Lakhs unless specified)

Maturities of Financial Liabilities	31st March 2022		
	0 to 1 year	1 to 5 year	5 Years & above
Borrowings	11.12	-	-
Trade Payables	0.83	-	-
	11.95	-	-

**18 Other Risks**

The Company is not significantly exposed to Credit Risk, Equity Price Risk & Other Price Risks.

19 There is no liability for Income Tax as Company has incurred losses during Current year and Previous Year.

**20 Capital Risk Management**

The Company manages its capital to ensure that it will be able to continue as going concern while maximizing the return to stakeholders through the optimization of the debt and equity balance. The capital structure of the Company consists of net debt (borrowings as detailed in note 6 and offset by Cash & Cash Equivalents) and total equity of the Company.

The Company determines the amount of capital required on the basis of annual as well as long term operating plans and other strategic investment plans. The funding requirements are met through long-term and short-term borrowings. The Company monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

Particulars	(Rs. In Lakhs unless specified)	
	March 31 2023	March 31 2022
<u>The capital components of the Company are as given below:</u>		
Total Equity	(10.51)	(9.01)
Short Term Borrowings	18.22	11.12
Total Debt	18.22	11.12
Cash & Cash Equivalents	8.75	2.06
Net Debt	9.47	9.06
<b>Net Debt Equity Ratio</b>	(0.90)	(1.01)

**21 Interest Rate Risk & Sensitivity Analysis**

There is no Interest bearing borrowings taken by the Company.



**Gaussian Online Skill Gaming Private Limited**  
Notes to the Financial Statements for the Year Ended 31st March 2023

**22 Fair Value Disclosures**

(Rs. In Lakhs unless specified)

Categories of Financial Instruments:	March 31, 2023			March 31, 2022		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
<b>Financial Assets</b>						
Cash & Cash Equivalents	-	-	8.75	-	-	2.06
	-	-	8.75	-	-	2.06
<b>Financial Liabilities</b>						
Borrowings	-	-	18.22	-	-	11.12
Trade Payables	-	-	1.93	-	-	0.83
	-	-	20.15	-	-	11.95

**23 Trade payable ageing**

**Ageing schedule for trade payable as on 31st March 2023:**

Particular	Not Due	Outstanding for Following Period from due date of Payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	0.45	0.17	-	-	0.63
(ii) Other	-	0.90	-	-	0.40	1.30
(iii) Disputed Dues-MSME	-	-	-	-	-	-
(iv) Disputed Dues-Other	-	-	-	-	-	-
<b>Total</b>	-	<b>1.36</b>	<b>0.17</b>	<b>-</b>	<b>0.40</b>	<b>1.93</b>

**Ageing schedule for trade payable as on 31st March 2022:**

Particular	Not Due	Outstanding for Following Period from due date of Payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	0.32	-	-	-	0.32
(ii) Other	-	0.11	-	0.40	-	0.51
(iii) Disputed Dues-MSME	-	-	-	-	-	-
(iv) Disputed Dues-Other	-	-	-	-	-	-
<b>Total</b>	-	<b>0.43</b>	<b>-</b>	<b>0.40</b>	<b>-</b>	<b>0.83</b>

**24 Other Statutory Information**

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- (vi) No funds have been advanced or loaned or invested by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries.
- (vii) No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

As per Our Report of Even Date  
For Amit Desai & Co  
Chartered Accountants  
ICAI Firm Registration No.: 130710W

*Amit Desai*

**Amit N. Desai**  
Partner  
Membership No.: 032926  
Place: Mumbai  
Date: 10th April 2023



For and on behalf of Board of Directors

*Manoj Jai*

**Manoj Jai**  
Director  
DIN: 03102614  
Place: Mumbai  
Date: 10th April 2023

*Farzana Mojjani*

**Farzana Mojjani**  
Director  
DIN: 02225595