

BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting the Seventh (7th) Board Report on the Company's business and operations, together with audited financial statements and accounts for the financial year ended March 31, 2020.

Business review

Nxtra Data Limited is currently running 10 data centre (DC) at key location of India of Noida, Chennai, Pune, Bangalore, Manesar, Bhuvneshwar and Mumbai and serving around 300 customers. The year financial year 2020 witnessed your company successfully commissioning and making operational state of the art Data Centre in Pune SEZ zone. The Company understands that Data Centre industry is going to see significant growth in the forthcoming years, where the demand will outpace the supply. Keeping in view the impending growth, Nxtra has also looked at key cities for business growth like Chennai, Mumbai and Kolkata. In financial year 2020, company has already started construction of new Data Centre in Chennai and finalized land parcel in Mumbai.

On one hand focus is building on new capacity, while on the other company is also trying to improve productivity at its existing DC and MSC location through incremental capacity and space creation. The Company is also working to optimize cost through long term sustainable renewable power sourcing for its key MSC and DC locations. This will help reduce cost and improve productivity for the business.

Financial results

The financial highlights of the Company's operations are as follows:

(In Rupees Million)		
Particulars	FY 2019-20	FY 2018-19
Income including Other Income	10,942	8,551
Profit/(Loss) before Finance Expenses, Depreciation & Amortisation and Taxation	2,876	2,031
Finance Expenses (Net)	174	(2)
Depreciation & Amortisation expense	1,798	1242
Profit/(Loss) before Tax	904	791
Tax Expenses (current tax & deferred tax)	192	316
Net Profit/(Loss) after Tax	712	475

Material changes and commitments

There are no material changes and commitments, affecting the financial position of the Company which has occurred between the end of the financial year i.e. March 31, 2020 and the date of the Board's Report i.e. June 22, 2020 except that the Company is in discussion with Carlyle group for entering into agreement for investment in the securities of the Company.

Share capital

During the year, there has been no change in the share capital of the Company. The Authorised Share Capital of the Company continues to stand at Rs. 10,00,00,000/- divided into 1,00,00,000 Equity Shares of Rs. 10/- each and the issued, subscribed and paid-up share capital of the Company continues to stand at Rs. 9,01,78,570/- divided into 9,017,857 equity shares of Rs. 10/- each.

Transfer to reserves

The Company has not transferred any amount to reserves for the financial year ended March 31, 2020.

COVID update

These are unprecedented times, as our country and the entire world struggles to contain and combat the COVID-19 pandemic. We have abided by every safety and social distancing norm and have been consistently communicating the same to both our employees and customers. We stand in solidarity with the Government of India and all our citizens, and our efforts towards the betterment of one and all will continue, unabated.

Secretarial Standards

Pursuant to the provisions of Section 118 of the Companies Act, 2013, the Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Companies Secretaries of India.

Dividend

The Board of Directors of the Company do not recommend any dividend for the financial year 2019-20.

Transfer of amount to Investor Education and Protection Fund

Since no dividend was declared in previous years, there is no unpaid dividend and hence, no unclaimed dividend is due for transfer to Investor Education and Protection Fund.

Deposits

The Company has not accepted any deposits and as such, no amount of principal or interest was outstanding, as on the balance sheet date.

Subsidiary / Joint Venture / Associate Companies

As on March 31, 2020, your Company has two associate(s) namely Aban Green Power Private Limited and Greenergy Wind Corporation Private Limited.

Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of Companies (Accounts of Companies) Rules, 2014, a statement containing salient features of financial statements including details of Aban Green Power Private Limited and Greenergy Wind Corporation Private Limited in form AOC-1 is annexed as **Annexure – A** to this report.

Directors and Key Managerial Personnel

Appointment / Resignations from the Board

The following appointment and resignation of Directors and Key Managerial Personnel(s) happened during the year 2019-20

S. No.	Name of the Directors	Designation	Effective Date of Appointment/Cessation
1.	Shefali Malhotra	Director	Resigned w.e.f. August 27, 2019
2.	Gautam Anand	Director	Resigned w.e.f. September 25, 2019
3.	Neha Sharma	Additional director	Appointed w.e.f. September 24, 2019
4.	Krishnan Vidyasagar	CEO	Resigned w.e.f. December 13, 2019
5.	Rajesh Tapadia	Wholetime Director and CEO	Appointed w.e.f. December 13, 2019

In terms of Section 152 of the Companies Act, 2013, Pankaj Tewari, Director being longest in the office shall retire at the ensuing AGM and being eligible for re-appointment, offers himself for re-appointment. During the year, the Board of Directors appointed Neha Sharma as an additional director of the Company w.e.f. September 24, 2019. In terms of Section 160 of the Companies Act, 2013, Neha Sharma is required to be regularised in the forthcoming AGM.

Declaration by Independent Directors

The Ministry of Corporate Affairs (MCA) vide its notification dated July 5, 2017 has exempted inter-alia, wholly owned subsidiaries from the requirement of appointing Independent Directors on the Board. The Company, Nxtra Data Limited is a wholly owned subsidiary of Bharti Airtel Limited and thus the Company is not required to appoint independent director on its Board.

Number of board meetings held during the financial year 2019-20:-

During the financial year 2019-20, the Board met 5 (five) times i.e. on June 25, 2019, August 22, 2019, September 24, 2019, December 13, 2019 and February 25, 2020. The period between any two consecutive board meetings of the Company was not more than 120 days.

The Composition and the attendance of the members of the Board at the meetings held during FY 2019-20, are given below:

Name of Director	Director Identification Number (DIN)	Category	No. of Board Meetings attended (total held)
Badal Bagri	00367278	Director	5(5)
Gautam Anand ¹	08223436	Additional Director	2(3)
Pankaj Tewari	08006533	Director	4(5)
Shefali Malhotra ²	07143784	Director	2(2)
Rajesh Tapadia ³	08391891	Wholetime director and CEO	1(1)
Neha Sharma ⁴	02647445	Additional Director	2(2)

¹Gautam Anand resigned from the position of Director w.e.f. September 25, 2019.

²Shefali Malhotra resigned from the position of Director w.e.f. August 27, 2019.

³Rajesh Tapadia was appointed as wholetime director and CEO w.e.f. December 13, 2019.

⁴Neha Sharma was appointed as an additional director w.e.f. September 24, 2019.

Committees of the Board:

Corporate Social Responsibility (CSR) Committee

During the financial year 2019-20, members of the Corporate Social Responsibility Committee met three times i.e. on August 22, 2019, September 24, 2019 and February 25, 2020.

The Composition and the attendance of the members of the Committee at the meetings held during FY 2019-20, are given below:

Name of Director	Category	No. of Committee Meetings attended (total held during the tenure)
Badal Bagri--Chairman	Director	3(3)
Pankaj Tewari	Director	3(3)

Risk Management Policy

Risk management is embedded in the Company's operating framework. The Company believes that risk resilience is key to achieving higher growth. To this effect, there is a robust process in place to identify key risks and prioritise relevant action plans to mitigate these risks.

Risk Management framework is reviewed periodically by the Board, which includes discussing the management submissions on risks, prioritising key risks and approving action plans to mitigate such risks.

The Company has a duly approved Risk Management Policy. The objective of this policy is to have a well-defined approach to risk. The policy lays down broad guidelines for timely identification, assessment, and prioritisation of risks affecting the Company in the short and foreseeable future. The policy suggests framing an appropriate response action for the key risks identified, so as to make sure that risks are adequately addressed or mitigated.

The internal audit function is responsible to assist the Board on an independent basis with the complete review of risk assessments and associated management action plans.

Vigil Mechanism

There is a mechanism for directors and employees to report concerns about unethical behaviour, actual or suspected fraud, or violation of code of conduct. The mechanism also provides for adequate safeguard against the victimisation of employees who avail of the mechanism, and allow direct access to the Board in exceptional cases. The complaints or concerns, if any, received from any person are promptly redressed.

Internal Financial Controls

The Company has established a robust framework for internal financial controls. The Company has in place adequate controls, procedures and policies, ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information. During the year, such controls were assessed and no reportable material weaknesses in the design or operations were observed. Accordingly, the board is of the opinion that the Company's internal financial controls were adequate and effective during financial year 2019-20.

Corporate Social Responsibility (CSR) policy

Your Company has a CSR Policy for undertaking programmes and projects as per the requirements of law. Providing education to underprivileged children of the society in the rural areas of the Country, health and sanitation programmes and rural development projects are the focus areas of our CSR Policy.

During the financial year 2019-20, the Company has spent Rs. 11.3 million towards the CSR activities. As a socially responsible Company, we are committed to play a larger role in India's sustainable development by embedding wider economic, social and ecological objectives.

The Annual Report on CSR under section 135 of the Companies Act, 2013 is annexed as **Annexure – B** to this report.

Disclosure under Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company did not receive any complaint during the year, under Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Statutory Auditors

In terms of the provisions of Section 139 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, Deloitte Haskins & Sells LLP vide registration no. 117366W/W-100018, were appointed as the Statutory Auditors of the Company in the Annual General Meeting held on July 21, 2017, for a period of 5 years i.e. till the conclusion of the ninth AGM subject to the ratification by the members every year. The annual ratification of the auditors at the AGM is now not required in terms of the provisions of Section 139 of the Companies Act, 2013 amended vide the Companies (Amendment) Act, 2017.

The Board has duly examined the Statutory Auditor's report to the accounts, which is self-explanatory. Clarifications, wherever necessary, have been included in the notes to accounts section of the Annual Report.

Secretarial Audit Report

The Company had appointed Chandrasekaran Associates, Company Secretaries, to conduct its Secretarial Audit for the financial year ended March 31, 2020. The Secretarial Auditors have submitted their report, confirming compliance by the Company of all the provisions of applicable corporate laws except for two instances as detailed therein and which are self-explanatory. The management will ensure vigilance in the future.

The Secretarial Audit Report is annexed as **Annexure – C** to this report.

The Board has reappointed Chandrasekaran Associates, Company Secretaries, New Delhi, as Secretarial Auditor of the Company for FY 2020-21.

Extract of Annual Return

In terms of provisions of Section 92, 134(3)(a) of the Companies Act, 2013 read with Rule 12 of Companies (Management and Administration) Rules 2014, the extracts of Annual Return of the Company in form MGT-9 is annexed as **Annexure – D** to this Report.

Particulars of loans, guarantees or investments under section 186

Particulars of investments, loans and guarantees form part of Note nos. 6, 15 and 20 respectively of the financial statements provided in the Annual Report.

Related Party Transactions

Particulars of contracts or arrangements with related parties referred to in section 188(1) of the Companies Act, 2013 in the prescribed form AOC-2 is annexed as **Annexure – E** to this report.

Energy Conservation, Technology Absorption, and Foreign Exchange Earnings and Outgo

The information with respect to energy conservation, technology absorption, and foreign exchange Earnings and Outgo as applicable, has been annexed as **Annexure – F** to this report and forms part of this report.

Directors' Responsibility Statement

Pursuant to Section 134 of the Companies Act, 2013, the directors, to the best of their knowledge and belief, confirm that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis; and.
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Significant and Material orders

There are no significant or material orders passed by the regulators, courts or tribunals having an impact on the future operations of the Company or its going concern status.

Acknowledgements

Your directors take this opportunity to place on record their appreciation for the wholehearted support received from government/regulatory authorities, company's bankers and auditors, the employees, the subscribers, customers, vendors, investors, dealers, suppliers and all other business associates. We look forward to their continued support in future.

**For and on behalf of the Board
Nxtra Data Limited**

**Date: June 22, 2020
Place: New Delhi**

**Sd/-
Rajesh Tapadia
Wholetime Director and CEO
DIN: 08391891
Address: C 701, Ashford
Rayale S. Samuel Road Near
Ceat Factory Goregaon
Mulund Link Road Nahur West
Mumbai-400078**

**Sd/-
Badal Bagri
Director
DIN: 00367278
Address: 148 Birch Court,
Nirvana Country Sector-50,
Gurgaon-122018**

Annexure A

Form AOC 1

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies

Name of Associate	Greenery Wind Corporation Private Limited	Aban Green Power Private Limited
1. Latest audited Balance Sheet Date	March 31, 2020	March 31, 2020
2. Date on which the Associate was associates or acquired	March 30, 2016	October 27, 2016
3. Shares of Associate held by the company on the year end		
No.	41535 equity shares	47155 equity shares
Amount of Investment in Associates	Rs. 4,15,350/-	Rs. 4,71,550/-
Extent of Holding (in percentage)	20.33%	24.88%
4. Description of how there is significant influence	Company holds 20.33% of equity shares	Company holds 24.88% of equity shares
5. Reason why the associate is not consolidated	As per Accounting Standard, Company is not an associate hence it is not required to maintain consolidated financial statements.	As per Accounting Standard, Company is not an associate hence it is not required to maintain consolidated financial statements
6. Net worth attributable to shareholding as per latest audited Balance Sheet	742.473 Million (unaudited)	24.87 Million
7. Profit/Loss for the year		
i. Considered in Consolidation	N.A	N.A
ii. Not Considered in Consolidation	90.312 Million (unaudited)	20.87 Million

1. Names of associates or joint ventures which are yet to commence operations: N.A.
2. Names of associates or joint ventures which have been liquidated or sold during the year: N.A.

**For and on behalf of the Board
Nxtra Data Limited**

**Date: June 22, 2020
Place: New Delhi**

**Sd/-
Rajesh Tapadia
Wholetime Director and CEO
DIN: 08391891
Address: C 701, Ashford
Rayale S. Samuel Road, Near
Ceat Factory, Goregaon
Mulund Link Road, Nahur West
Mumbai-400078**

**Sd/-
Badal Bagri
Director
DIN: 00367278
Address: 148 Birch Court,
Nirvana Country, Sector-50,
Gurgaon - 122018**

ANNEXURE – B

The Annual Report on Corporate Social Responsibility (CSR) Activities

1. Brief outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs

At Nxtra Data, business success is not just about profits and shareholder returns. We believe in pursuing wider socio-economic and cultural objectives and have always endeavoured to not just live up to it, but to try and exceed the expectations of the communities in which we operate. At Nxtra Data Limited, the CSR and welfare activities, centers around the following areas:

1. Promoting education for underprivileged sections of the society (school/college/technical/vocational);
2. Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
3. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government

2. Composition of the CSR Committee as on March 31, 2020:-

1. Badal Bagri, Chairman
2. Pankaj Tewari, Member

3. Average net profit of the Company for the last three financial years

Financial year	Net Profit after adjustments (Rs in Millions)
2018-19	833
2017-18	567
2016-2017	(37)
Average Net profit	454

4. Prescribed CSR expenditure (two percent of the amount as in item 3 above):

Two percent of the average net profit as in item 3 above - Rs 9.08 Million

5. Details of CSR spent during the financial year:

Total amount to be spent for the financial year			Rs. 9.08 Million			
Amount spent towards CSR activities			Rs.11.4 Million*			
Amount Unspent			- (Refer para 6)			
Manner in which amount spent during the financial year is detailed below:						
CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budge) project or program s wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overhead:	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency

Eligible CSR Programs						
Satya Bharti School Program	Promotion of education	Specified as below**	Rs. 11.3 Million	-	Rs. 11.3 Million	NA
Pahle India Foundation	Research and Development	Specified as below***	Rs. 0.1 Million		Rs. 0.1 Million	

*Total amount of Rs 11.4 Million spent towards the CSR activities during the financial year 2019-20 also includes an amount of Rs. 2.36 Million required to be spent in the previous financial year 2018-19.

**District wise/ state wise details of Satya Bharti School Program - Kaithal, Kurukshetra, Jhajjar, Mahendergarh, Rewari in Haryana; Amritsar, Ludhiana, Sangrur in Punjab; Amer, Neemrana, Jodhpur in Rajasthan; Sivaganga in Tamil Nadu; Farrukhabad, PPES, Shahjahanpur in Uttar Pradesh and Mushirdabad in West Bengal.

*** A research grant under CSR as per Schedule VII of the Companies Act, 2013.

6. **In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.**

Not Applicable

7. We affirm that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

**For and on behalf of the Board
Nxtra Data Limited**

**Date: June 22, 2020
Place: New Delhi**

**Sd/-
Badal Bagri
Director and Chairman,
CSR Committee
DIN: 00367278
Address: 148-Birch Court,
Nirvana Country Sector-50,
Gurgaon-122018**

**Sd/-
Pankaj Tewari
Director
DIN: 08006533
Address: Flat No. P2A/106,
Princeton Estate, Near Golf
Course Road, DLF Phase-V,
Sikanderpur, Gurgaon -122002**

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

The Members,
Nxtra Data Limited
Bharti Crescent, 1,
Nelson Mandela Road,
Vasant Kunj, Phase – II,
New Delhi-110070

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Nxtra Data 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 Company's books, papers, minute books, forms and returns filed and other 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, 2020 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 books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; Not Applicable
- iv. 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;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):- Not Applicable
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d. The Securities and Exchange Board of India (Share Based employee Benefits) Regulations, 2014;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f. 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 to the extent of securities issued;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- vi. As confirmed and certified by the management there is no Sectorial law specifically applicable to the Company based on the Sectors / Businesses.

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India, and notified by Ministry of Corporate Affairs.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except as mentioned below:

- (i) Attached resolution in the form DIR-12 filed for the appointment of Mr. Rajesh Tapadia as Additional Director do not matched with resolution passed and recorded in the minutes of the board meeting in which such resolution was passed.
- (ii) As per section 196(5) of the Act, appointment of Managing Director, Manager or Whole-Time Director ("WTD"), made by the Board of Directors shall be subject to approval of the members at the next general meeting of the company whereas the appointment of Whole-time Director made by the board of Directors at its meeting held on December 13, 2019 was not approved/ confirmed at its next general meeting held immediately after the conclusion of the said board meeting.

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 the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the 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 (except in cases where meetings were convened at a shorter notice for which necessary approvals obtained as per applicable provisions), 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 decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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 during the audit period no event have been happened which are deemed to have major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For Chandrasekaran Associates
Company Secretaries

ROOPA
SULTANIA

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ROOPA SULTANIA
Date: 2020.06.06
12:20:22 +05'30'

Roopa Agarwal
Partner
Membership No. A25656
Certificate of Practice No. 11037
UDIN: A025656B000323294

Date: 06.06.2020

Place: Delhi

Notes:

- i. This report is to be read with our letter of even date which is annexed as Annexure-A to this report and forms an integral part of this report.
- ii. Due to restricted movement amid COVID-19 pandemic, we conducted the secretarial audit by examining the Secretarial Records including Minutes, Documents, Registers and other records etc., and some of them received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to us are the true and correct.
- iii. This Report is limited to the Statutory Compliances on laws / regulations / guidelines listed in our report which have been complied by the Company up to the date of this Report pertaining to Financial Year 2019-2020. We are not commenting on the Statutory Compliances whose due dates are extended by Regulators from time to time due to COVID-19 or still there is time line to comply with such compliances.

Annexure-A

To,
The Members,
Nextra Data Limited
Bharti Crescent, 1,
Nelson Mandela Road,
Vasant Kunj, Phase – II,
New Delhi-110070

Our Report of even date is to be read with 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 processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed 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. Where ever 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 management. Our examination was limited to the verification of procedures on the random test basis.
6. 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 Chandrasekaran Associates
Company Secretaries

ROOPA
SULTANIA

Digitally signed by
ROOPA SULTANIA
Date: 2020.06.06
12:20:48 +05'30'

Roopa Agarwal
Partner
Membership No. A25656
Certificate of Practice No. 11037
UDIN: A025656B000323294

Date: 06.06.2020
Place: Delhi

ANNEXURE - D
Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on March 31, 2020

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

I. REGISTRATION AND OTHER DETAILS:

- i) **CIN:-** U72200DL2013PLC254747
- ii) **Registration Date:-** July 2, 2013
- iii) **Name of the Company:-** Nxtra Data Limited
- iv) **Category / Sub-Category of the Company:** Company Limited by shares/Non-Government Company
- v) **Address of the Registered office:** Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi - 110070
- vi) **Whether listed company (Yes / No):-** No
- vii) **Name, Address and Contact details of Registrar and Transfer Agent, if any:** Karvy Fintech Private Limited, Plot No 31 & 32 | Financial District, Nanakramguda Gachibowli, Hyderabad - 500 032

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Business of data centre, manages services and sale of hardware.	63999	97.8%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:-

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1	Bharti Airtel Limited Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi - 110070	L74899DL1995PLC070609	Holding	56%*	Section 2(46)
2	Nettle Infrastructure Investments Limited 3rd Floor, Worldmark 2 Asset 8, Aerocity, NH- 8 New Delhi New Delhi DL 110037	U93000DL2010PLC301236	Wholly Owned Subsidiary of Holding Company	44%	
3	Aban Green Power Private Limited Janpriya Crest 113, Pantheon Road Egmore Chennai 600008	U40103TN2013PTC090446	Associate	24.88%	Section 2(6)
4	Greenenergy Wind Corporation Private Limited No.3, 2nd Floor Queens Road Cross Near Congress Committee Office Bangalore 560052	U40104KA2012PTC062414	Associate	20.33%	Section 2(6)

*shares held includes 6 share held by nominees of Bharti Airtel Limited

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Dem at	Physical	Total	% of Total Shares	Dem at	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies * Corp.	-	90,17,857	90,17,857	100%	5	90,17,852	90,17,857	100%	Nil
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
....								-	-
Sub-total (A) (1):-	-	90,17,857	90,17,857	100%	5	90,17,852	90,17,857	100%	Nil
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
....								-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	90,17,857	90,17,857	100%	5	90,17,852	90,17,857	100%	Nil

B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
(i) India	-	-	-	-	-	-	-	-	-
(ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
(ii) Individual shareholders	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	90,17,857	90,17,857	100%	5	90,17,852	90,17,857	100%	NIL

*share held by body corporate includes 6 share held by nominees of Bharti Airtel Limited.

(ii) **Shareholding of Promoters**

Sl. No	Shareholder Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Bharti Airtel Limited	50,50,000	56	Nil	50,50,000	56	Nil	Nil
2	Nettle Infrastructure Investments Limited	39,67,857	44	Nil	39,67,857	44	Nil	Nil
	Total	90,17,857	100	Nil	90,17,857	100	Nil	Nil

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

Name of the Promoter – Bharti Airtel Limited

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	50,50,000	56	50,50,000	56
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	-	-	-	-
	At the End of the year	50,50,000	56	50,50,000	56

Name of the Promoter – Nettle Infrastructure Investments Limited

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	3,967,857	44	3,967,857	44
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	-	-	-	-
	At the End of the year	3,967,857	44	3,967,857	44

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Name of the Shareholder :- Nil

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)				
	At the End of the year (or on the date of separation, if separated during the year)				

(v) Shareholding of Directors and Key Managerial Personnel: NIL

No Director / KMP hold any share in the Company except Pankaj Tewari who hold one equity share in the Company as nominee of Bharti Airtel Limited.

S. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Directors and KMP				
	At the beginning of the year				
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):				
	At the End of the year				

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
· Addition	-	3,776,753,425	-	3,776,753,425
· Reduction	-	-	-	-
Net Change	-	3,776,753,425	-	3,776,753,425
Indebtedness at the end of the financial year				
i) Principal Amount	-	3,776,753,425	-	3,776,753,425
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	3,776,753,425	-	3,776,753,425

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: *Not Applicable.*

S.No.	Particulars of Remuneration	Name of MD/ WTD/Manager	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		
2.	Stock Option		
3.	Sweat Equity		
4.	Commission - as % of profit - others, specify...		
5.	Others, please specify		
	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other directors:

Particulars of Remuneration	Name of the Director(s)		Total Amount
Independent Directors	Nil	Nil	Nil
- Fee for attending board committee meetings			
- Commission			
- Others, please specify			
Total (1)	Nil	Nil	Nil

Particulars of Remuneration	Badal Bagri	Neha Sharma	Pankaj Tewari	Total
Other Non-Executive Directors				
- Fee for attending board committee meetings	Nil	Nil	Nil	Nil
- Commission	Nil	Nil	Nil	Nil
- Others, please specify	Nil	Nil	Nil	Nil
Total (2)	Nil	Nil	Nil	Nil
Total (B)=(1+2)	Nil	Nil	Nil	Nil
Total Managerial Remuneration	Nil	Nil	Nil	Nil
Overall Ceiling as per the Act	Nil	Nil	Nil	Nil

C. Remuneration to key managerial personnel other than MD/Manager/WTD: -

S.No	Particulars of Remuneration	Key Managerial Personnel				
		Krishan Vidya Sagar-CEO (resigned wef December 13, 2019)	Dhiraj Arora - Company Secretary (CS)	Durgesh Pandey - CFO	Rajesh Tapadia-Wholetime Director and CEO (appointed wef December 13, 2019)	Total
	Gross salary					
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	7232271	-	3646131	14317285	26638293
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	6293	-	8323	-	19658
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		-			
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission	-	-	-		
	- as % of profit	-	-	-		-
	- others, specify...	-	-	-		-
5	Others, please specify	785092	-	189792	609033	1655231
	Total	8023656	-	3844246	14926318	28313182

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: - NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/ NCLT / Court]	Appeal made, if any (give details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty					
Punishment					
Compounding					
C. Other Officers In Default					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board
Nxtra Data Limited

Date: June 22, 2020
Place: New Delhi

Sd/-
Rajesh Tapadia
Wholetime Director and CEO
DIN: 08391891
Address: C 701, Ashford
Rayale S. Samuel Road Near
Ceat Factory Goregaon
Mulund Link Road Nahur West
Mumbai-400078

Sd/-
Badal Bagri
Director
DIN: 00367278
Address: 148 Birch Court,
Nirvana Country Sector-50,
Gurgaon - 122018

ANNEXURE E

Form No. AOC-2

PARTICULARS OF CONTRACTS/ARRANGEMENTS MADE WITH RELATED PARTIES

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2020, which were not at arm's length basis.

2 Details of material contracts or arrangement or transactions at arm's length basis:

The details of material contracts or arrangements at arm's length basis for the year ended March 31, 2020 are as follows:

Name of related party Bharti Airtel Limited
Nature of relationship Holding Company

Amount. in Rupees Million

Nature of contract	Duration of contract	Salient terms of the contract	Amount	Date(s) of Approval by the Board	Amount paid as Advances
Sale/Rendering of Services to Related Party	Ongoing	On arm's length basis and in ordinary course of business	9907	NA	Nil

*Since the term 'Material' has not been defined under Companies Act, 2013, therefore the company has considered the threshold limits prescribed under Rule 15 (3) of Companies (Meetings of Board and its powers) Rules, 2014 for the purpose of disclosure in Form AOC-2.

For and on behalf of the Board
Nxtra Data Limited

Date: June 22, 2020
Place: New Delhi

Sd/-
Rajesh Tapadia
Wholetime Director and CEO
DIN: 08391891
Address: C 701, Ashford Rayale
S. Samuel Road, Near Ceat
Factory, Goregaon, Mulund Link
Road, Nahur West
Mumbai-400078

Sd/-
Badal Bagri
Director
DIN: 00367278
Address: 148 Birch Court,
Nirvana Country,
Sector-50, Gurgaon-122018

ANNEXURE F

INFORMATION RELATED TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT AND FOREIGN EXCHANGE EARNING AND OUTGO FORMING PART OF DIRECTORS' REPORT IN TERMS OF SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE (8)(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014

A. CONSERVATION OF ENERGY

The Company continued with its effort to conserve energy through sustained investment in assets backed by periodic assessment of emission to meet the set targets. The Company has wheeled 74.82 Mn units Green Power in 2019-20. Several actions have been taken to become energy efficient like:

1. Utilization of Green Energy Technologies

- During FY 2019-20, the Company have installed rooftop solar plants in some facilities and it helped to save 40,500 kWh of energy.
- The Company have reduced CO2 emissions of around 60,856 tonnes per annum by procuring green power via Open Access wheeling agreements.

2. Adoption of energy efficient equipment

- The Company has installed energy efficient equipment and improvised processes across various locations to optimize cost, ensure power saving and reduce greenhouse gas emissions.
- Optimum Lighting - The Company was able to save 422,551 kWh of energy through lighting optimization, by installing LED lights and replacing fluorescent lights.
- Cold Aisle / Hot Aisle Containment- Through cold aisle / hot aisle containment at various locations, we saved 711,790 kWh energy.
- UPS Optimization - The Company installed UPS optimization technology across facilities, resulting in savings of 1,21,806 kWh energy.
- Electronically Computed (EC) Fans - During the year, the Company saved 5,34,023 kWh of energy by installing EC fans across various locations.
- Installation of blanking panels to streamline air flow.
- Replacement of old PACs with high CFM PACs.
- Replacement of Hi-pulse UPS with EXL high efficiency UPS and precision ACs.

3. Energy Conservation Measures

- Reduced run hours of duct units of common area
- Transition of PAC operation on chilled water
- Operated chiller on higher set point instead of earlier designed set point
- Replaced air flow grill with hard tiles wherever racks were not installed or not powered-on which enabled us to lower the fan speed of PAC/PAHU and eventually reduced PAC/PAHU numbers
- Hot spot rectification
- Free cooling at non-critical areas have been implemented during winter
- VFD installation in AHU motors & chiller pumps.
- Various other energy conservation measures such as installation of motion sensors, optimum space utilization, excess demand surrender, DG set capacity utilization etc. have been undertaken.

4. Power Usage Effectiveness (PUE)

- PUE of data centers has improved by ~6% as compared to previous year (FY18-19)

B. TECHNOLOGY ABSORPTION

- (a) Details of efforts made in Technology Absorption are given in "Form B" hereunder, as specified in the Annexure to the aforesaid Rules.

FORM – B**Research and Development (R & D)****1. Specific Areas in which R & D carried out by the Company.**

Your Company is engaged in the business of providing data center and managed services, and hence, does not carry out any research and development activities.

2. Benefits Derived as a Result of the above R & D – N.A.**3. Future Plan of Action – N.A.****4. Expenditure on R & D**

The Company does not carry out any research and development activities and hence, does not incur any expenditure on R & D.

Technology Absorption, Adaptation and Innovation

The Company continues to use the latest technology for innovation and improving the quality of its services. The Company constantly seeks innovative ways to provide its services with and through technology partners.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO.**(a) Activities Relating to Exports, initiatives taken to increase Exports, development of new export markets for products and services and Export Plans:**

The Company is not engaged in any activities related to exports or development of export markets.

(b) Total Foreign Exchange used and earned:

Particulars	(in Rupees Millions)	
	For the year ended March 31 2020	For the year ended March 31 2019
Foreign Exchange Earnings*	230	111.81
Foreign Exchange Outgo	Nil	Nil
CIF value of Imports	Nil	31.14

* The earning are on account of foreign currency billing.

For and on behalf of the Board
Nxtra Data Limited

Date: June 22, 2020
Place: New Delhi

Sd/-
Rajesh Tapadia
Wholetime Director and CEO
DIN: 08391891
Address: C 701, Ashford
Rayale S. Samuel Road Near
Ceat Factory Goregaon
Mulund Link Road Nahur West
Mumbai-400078

Sd/-
Badal Bagri
Director
DIN: 00367278
Address: 148 Birch Court,
Nirvana Country Sector-50,
Gurgaon -122018

Annexure A

Form AOC 1

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies

Name of Associate	Greenery Wind Corporation Private Limited	Aban Green Power Private Limited
1. Latest audited Balance Sheet Date	March 31, 2020	March 31, 2020
2. Date on which the Associate was associates or acquired	March 30, 2016	October 27, 2016
3. Shares of Associate held by the company on the year end		
No.	41535 equity shares	47155 equity shares
Amount of Investment in Associates	Rs. 4,15,350/-.	Rs. 4,71,550/-
Extent of Holding (in percentage)	20.33%	24.88%
4. Description of how there is significant influence	Company holds 20.33% of equity shares	Company holds 24.88% of equity shares
5. Reason why the associate is not consolidated	As per Accounting Standard, Company is not an associate hence it is not required to maintain consolidated financial statements.	As per Accounting Standard, Company is not an associate hence it is not required to maintain consolidated financial statements
6. Net worth attributable to shareholding as per latest audited Balance Sheet	742.473 Million (unaudited)	24.87 Million
7. Profit/Loss for the year		
i. Considered in Consolidation	N.A	N.A
ii. Not Considered in Consolidation	90.312 Million (unaudited)	20.87 Million

1. Names of associates or joint ventures which are yet to commence operations: N.A.
2. Names of associates or joint ventures which have been liquidated or sold during the year: N.A.

**For and on behalf of the Board
Nxtra Data Limited**

**Date: June 22, 2020
Place: New Delhi**

**Sd/-
Rajesh Tapadia
Wholetime Director and CEO
DIN: 08391891
Address: C 701, Ashford
Rayale S. Samuel Road, Near
Ceat Factory, Goregaon
Mulund Link Road, Nahur West
Mumbai-400078**

**Sd/-
Badal Bagri
Director
DIN: 00367278
Address: 148 Birch Court,
Nirvana Country, Sector-50,
Gurgaon - 122018**

ANNEXURE – B

The Annual Report on Corporate Social Responsibility (CSR) Activities

1. Brief outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs

At Nxtra Data, business success is not just about profits and shareholder returns. We believe in pursuing wider socio-economic and cultural objectives and have always endeavoured to not just live up to it, but to try and exceed the expectations of the communities in which we operate. At Nxtra Data Limited, the CSR and welfare activities, centers around the following areas:

1. Promoting education for underprivileged sections of the society (school/college/technical/vocational);
2. Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
3. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government

2. Composition of the CSR Committee as on March 31, 2020:-

1. Badal Bagri, Chairman
2. Pankaj Tewari, Member

3. Average net profit of the Company for the last three financial years

Financial year	Net Profit after adjustments (Rs in Millions)
2018-19	833
2017-18	567
2016-2017	(37)
Average Net profit	454

4. Prescribed CSR expenditure (two percent of the amount as in item 3 above):

Two percent of the average net profit as in item 3 above - Rs 9.08 Million

5. Details of CSR spent during the financial year:

Total amount to be spent for the financial year			Rs. 9.08 Million			
Amount spent towards CSR activities			Rs.11.4 Million*			
Amount Unspent			- (Refer para 6)			
Manner in which amount spent during the financial year is detailed below:						
CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budge) project or program s wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overhead:	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency

Eligible CSR Programs						
Satya Bharti School Program	Promotion of education	Specified as below**	Rs. 11.3 Million	-	Rs. 11.3 Million	NA
Pahle India Foundation	Research and Development	Specified as below***	Rs. 0.1 Million		Rs. 0.1 Million	

*Total amount of Rs 11.4 Million spent towards the CSR activities during the financial year 2019-20 also includes an amount of Rs. 2.36 Million required to be spent in the previous financial year 2018-19.

**District wise/ state wise details of Satya Bharti School Program - Kaithal, Kurukshetra, Jhajjar, Mahendergarh, Rewari in Haryana; Amritsar, Ludhiana, Sangrur in Punjab; Amer, Neemrana, Jodhpur in Rajasthan; Sivaganga in Tamil Nadu; Farrukhabad, PPES, Shahjahanpur in Uttar Pradesh and Mushirdabad in West Bengal.

*** A research grant under CSR as per Schedule VII of the Companies Act, 2013.

6. **In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.**

Not Applicable

7. We affirm that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

**For and on behalf of the Board
Nxtra Data Limited**

**Date: June 22, 2020
Place: New Delhi**

**Sd/-
Badal Bagri
Director and Chairman,
CSR Committee
DIN: 00367278
Address: 148-Birch Court,
Nirvana Country Sector-50,
Gurgaon-122018**

**Sd/-
Pankaj Tewari
Director
DIN: 08006533
Address: Flat No. P2A/106,
Princeton Estate, Near Golf
Course Road, DLF Phase-V,
Sikanderpur, Gurgaon -122002**

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

The Members,
Nxtra Data Limited
Bharti Crescent, 1,
Nelson Mandela Road,
Vasant Kunj, Phase – II,
New Delhi-110070

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Nxtra Data 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 Company's books, papers, minute books, forms and returns filed and other 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, 2020 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 books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; Not Applicable
- iv. 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;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):- Not Applicable
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d. The Securities and Exchange Board of India (Share Based employee Benefits) Regulations, 2014;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f. 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 to the extent of securities issued;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- vi. As confirmed and certified by the management there is no Sectorial law specifically applicable to the Company based on the Sectors / Businesses.

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India, and notified by Ministry of Corporate Affairs.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except as mentioned below:

- (i) Attached resolution in the form DIR-12 filed for the appointment of Mr. Rajesh Tapadia as Additional Director do not matched with resolution passed and recorded in the minutes of the board meeting in which such resolution was passed.
- (ii) As per section 196(5) of the Act, appointment of Managing Director, Manager or Whole-Time Director ("WTD"), made by the Board of Directors shall be subject to approval of the members at the next general meeting of the company whereas the appointment of Whole-time Director made by the board of Directors at its meeting held on December 13, 2019 was not approved/confirmed at its next general meeting held immediately after the conclusion of the said board meeting.

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 the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the 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 (except in cases where meetings were convened at a shorter notice for which necessary approvals obtained as per applicable provisions), 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 decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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 during the audit period no event have been happened which are deemed to have major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For Chandrasekaran Associates
Company Secretaries

ROOPA
SULTANIA

Digitally signed by
ROOPA SULTANIA
Date: 2020.06.06
12:20:22 +05'30'

Roopa Agarwal
Partner
Membership No. A25656
Certificate of Practice No. 11037
UDIN: A025656B000323294

Date: 06.06.2020

Place: Delhi

Notes:

- i. This report is to be read with our letter of even date which is annexed as Annexure-A to this report and forms an integral part of this report.
- ii. Due to restricted movement amid COVID-19 pandemic, we conducted the secretarial audit by examining the Secretarial Records including Minutes, Documents, Registers and other records etc., and some of them received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to us are the true and correct.
- iii. This Report is limited to the Statutory Compliances on laws / regulations / guidelines listed in our report which have been complied by the Company up to the date of this Report pertaining to Financial Year 2019-2020. We are not commenting on the Statutory Compliances whose due dates are extended by Regulators from time to time due to COVID-19 or still there is time line to comply with such compliances.

Annexure-A

To,
The Members,
Nextra Data Limited
Bharti Crescent, 1,
Nelson Mandela Road,
Vasant Kunj, Phase – II,
New Delhi-110070

Our Report of even date is to be read with 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 processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed 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. Where ever 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 management. Our examination was limited to the verification of procedures on the random test basis.
6. 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 Chandrasekaran Associates
Company Secretaries

ROOPA
SULTANIA

Digitally signed by
ROOPA SULTANIA
Date: 2020.06.06
12:20:48 +05'30'

Roopa Agarwal
Partner
Membership No. A25656
Certificate of Practice No. 11037
UDIN: A025656B000323294

Date: 06.06.2020
Place: Delhi

ANNEXURE - D
Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on March 31, 2020

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

I. REGISTRATION AND OTHER DETAILS:

- i) **CIN:-** U72200DL2013PLC254747
- ii) **Registration Date:-** July 2, 2013
- iii) **Name of the Company:-** Nxtra Data Limited
- iv) **Category / Sub-Category of the Company:** Company Limited by shares/Non-Government Company
- v) **Address of the Registered office:** Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi - 110070
- vi) **Whether listed company (Yes / No):-** No
- vii) **Name, Address and Contact details of Registrar and Transfer Agent, if any:** Karvy Fintech Private Limited, Plot No 31 & 32 | Financial District, Nanakramguda Gachibowli, Hyderabad - 500 032

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Business of data centre, manages services and sale of hardware.	63999	97.8%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:-

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1	Bharti Airtel Limited Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi - 110070	L74899DL1995PLC070609	Holding	56%*	Section 2(46)
2	Nettle Infrastructure Investments Limited 3rd Floor, Worldmark 2 Asset 8, Aerocity, NH- 8 New Delhi New Delhi DL 110037	U93000DL2010PLC301236	Wholly Owned Subsidiary of Holding Company	44%	
3	Aban Green Power Private Limited Janpriya Crest 113, Pantheon Road Egmore Chennai 600008	U40103TN2013PTC090446	Associate	24.88%	Section 2(6)
4	Greenenergy Wind Corporation Private Limited No.3, 2nd Floor Queens Road Cross Near Congress Committee Office Bangalore 560052	U40104KA2012PTC062414	Associate	20.33%	Section 2(6)

*shares held includes 6 share held by nominees of Bharti Airtel Limited

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Dem at	Physical	Total	% of Total Shares	Dem at	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies * Corp.	-	90,17,857	90,17,857	100%	5	90,17,852	90,17,857	100%	Nil
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	-	90,17,857	90,17,857	100%	5	90,17,852	90,17,857	100%	Nil
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	90,17,857	90,17,857	100%	5	90,17,852	90,17,857	100%	Nil

B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
(i) India	-	-	-	-	-	-	-	-	-
(ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
(ii) Individual shareholders	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	90,17,857	90,17,857	100%	5	90,17,852	90,17,857	100%	NIL

*share held by body corporate includes 6 share held by nominees of Bharti Airtel Limited.

(ii) **Shareholding of Promoters**

Sl. No	Shareholder Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Bharti Airtel Limited	50,50,000	56	Nil	50,50,000	56	Nil	Nil
2	Nettle Infrastructure Investments Limited	39,67,857	44	Nil	39,67,857	44	Nil	Nil
	Total	90,17,857	100	Nil	90,17,857	100	Nil	Nil

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

Name of the Promoter – Bharti Airtel Limited

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	50,50,000	56	50,50,000	56
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	-	-	-	-
	At the End of the year	50,50,000	56	50,50,000	56

Name of the Promoter – Nettle Infrastructure Investments Limited

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	3,967,857	44	3,967,857	44
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	-	-	-	-
	At the End of the year	3,967,857	44	3,967,857	44

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Name of the Shareholder :- Nil

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)				
	At the End of the year (or on the date of separation, if separated during the year)				

(v) Shareholding of Directors and Key Managerial Personnel: NIL

No Director / KMP hold any share in the Company except Pankaj Tewari who hold one equity share in the Company as nominee of Bharti Airtel Limited.

S. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Directors and KMP				
	At the beginning of the year				
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):				
	At the End of the year				

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
· Addition	-	3,776,753,425	-	3,776,753,425
· Reduction	-	-	-	-
Net Change	-	3,776,753,425	-	3,776,753,425
Indebtedness at the end of the financial year				
i) Principal Amount	-	3,776,753,425	-	3,776,753,425
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	3,776,753,425	-	3,776,753,425

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: *Not Applicable.*

S.No.	Particulars of Remuneration	Name of MD/ WTD/Manager	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		
2.	Stock Option		
3.	Sweat Equity		
4.	Commission - as % of profit - others, specify...		
5.	Others, please specify		
	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other directors:

Particulars of Remuneration	Name of the Director(s)		Total Amount
Independent Directors	Nil	Nil	Nil
- Fee for attending board committee meetings			
- Commission			
- Others, please specify			
Total (1)	Nil	Nil	Nil

Particulars of Remuneration	Badal Bagri	Neha Sharma	Pankaj Tewari	Total
Other Non-Executive Directors				
- Fee for attending board committee meetings	Nil	Nil	Nil	Nil
- Commission	Nil	Nil	Nil	Nil
- Others, please specify	Nil	Nil	Nil	Nil
Total (2)	Nil	Nil	Nil	Nil
Total (B)=(1+2)	Nil	Nil	Nil	Nil
Total Managerial Remuneration	Nil	Nil	Nil	Nil
Overall Ceiling as per the Act	Nil	Nil	Nil	Nil

C. Remuneration to key managerial personnel other than MD/Manager/WTD: -

S.No	Particulars of Remuneration	Key Managerial Personnel				
		Krishan Vidya Sagar-CEO (resigned wef December 13, 2019)	Dhiraj Arora - Company Secretary (CS)	Durgesh Pandey - CFO	Rajesh Tapadia-Wholetime Director and CEO (appointed wef December 13, 2019)	Total
	Gross salary					
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	7232271	-	3646131	14317285	26638293
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	6293	-	8323	-	19658
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		-			
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission	-	-	-		
	- as % of profit	-	-	-		-
	- others, specify...	-	-	-		-
5	Others, please specify	785092	-	189792	609033	1655231
	Total	8023656	-	3844246	14926318	28313182

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: - NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/ NCLT / Court]	Appeal made, if any (give details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty					
Punishment					
Compounding					
C. Other Officers In Default					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board
Nxtra Data Limited

Date: June 22, 2020
Place: New Delhi

Sd/-
Rajesh Tapadia
Wholetime Director and CEO
DIN: 08391891
Address: C 701, Ashford
Rayale S. Samuel Road Near
Ceat Factory Goregaon
Mulund Link Road Nahur West
Mumbai-400078

Sd/-
Badal Bagri
Director
DIN: 00367278
Address: 148 Birch Court,
Nirvana Country Sector-50,
Gurgaon - 122018

ANNEXURE E

Form No. AOC-2

PARTICULARS OF CONTRACTS/ARRANGEMENTS MADE WITH RELATED PARTIES

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2020, which were not at arm's length basis.

2 Details of material contracts or arrangement or transactions at arm's length basis:

The details of material contracts or arrangements at arm's length basis for the year ended March 31, 2020 are as follows:

Name of related party Bharti Airtel Limited
Nature of relationship Holding Company

Amount. in Rupees Million

Nature of contract	Duration of contract	Salient terms of the contract	Amount	Date(s) of Approval by the Board	Amount paid as Advances
Sale/Rendering of Services to Related Party	Ongoing	On arm's length basis and in ordinary course of business	9907	NA	Nil

*Since the term 'Material' has not been defined under Companies Act, 2013, therefore the company has considered the threshold limits prescribed under Rule 15 (3) of Companies (Meetings of Board and its powers) Rules, 2014 for the purpose of disclosure in Form AOC-2.

For and on behalf of the Board
Nxtra Data Limited

Date: June 22, 2020
Place: New Delhi

Sd/-
Rajesh Tapadia
Wholetime Director and CEO
DIN: 08391891
Address: C 701, Ashford Rayale
S. Samuel Road, Near Ceat
Factory, Goregaon, Mulund Link
Road, Nahur West
Mumbai-400078

Sd/-
Badal Bagri
Director
DIN: 00367278
Address: 148 Birch Court,
Nirvana Country,
Sector-50, Gurgaon-122018

ANNEXURE F

INFORMATION RELATED TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT AND FOREIGN EXCHANGE EARNING AND OUTGO FORMING PART OF DIRECTORS' REPORT IN TERMS OF SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE (8)(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014

A. CONSERVATION OF ENERGY

The Company continued with its effort to conserve energy through sustained investment in assets backed by periodic assessment of emission to meet the set targets. The Company has wheeled 74.82 Mn units Green Power in 2019-20. Several actions have been taken to become energy efficient like:

1. Utilization of Green Energy Technologies

- During FY 2019-20, the Company have installed rooftop solar plants in some facilities and it helped to save 40,500 kWh of energy.
- The Company have reduced CO2 emissions of around 60,856 tonnes per annum by procuring green power via Open Access wheeling agreements.

2. Adoption of energy efficient equipment

- The Company has installed energy efficient equipment and improvised processes across various locations to optimize cost, ensure power saving and reduce greenhouse gas emissions.
- Optimum Lighting - The Company was able to save 422,551 kWh of energy through lighting optimization, by installing LED lights and replacing fluorescent lights.
- Cold Aisle / Hot Aisle Containment- Through cold aisle / hot aisle containment at various locations, we saved 711,790 kWh energy.
- UPS Optimization - The Company installed UPS optimization technology across facilities, resulting in savings of 1,21,806 kWh energy.
- Electronically Computed (EC) Fans - During the year, the Company saved 5,34,023 kWh of energy by installing EC fans across various locations.
- Installation of blanking panels to streamline air flow.
- Replacement of old PACs with high CFM PACs.
- Replacement of Hi-pulse UPS with EXL high efficiency UPS and precision ACs.

3. Energy Conservation Measures

- Reduced run hours of duct units of common area
- Transition of PAC operation on chilled water
- Operated chiller on higher set point instead of earlier designed set point
- Replaced air flow grill with hard tiles wherever racks were not installed or not powered-on which enabled us to lower the fan speed of PAC/PAHU and eventually reduced PAC/PAHU numbers
- Hot spot rectification
- Free cooling at non-critical areas have been implemented during winter
- VFD installation in AHU motors & chiller pumps.
- Various other energy conservation measures such as installation of motion sensors, optimum space utilization, excess demand surrender, DG set capacity utilization etc. have been undertaken.

4. Power Usage Effectiveness (PUE)

- PUE of data centers has improved by ~6% as compared to previous year (FY18-19)

B. TECHNOLOGY ABSORPTION

- (a) Details of efforts made in Technology Absorption are given in "Form B" hereunder, as specified in the Annexure to the aforesaid Rules.

FORM – B**Research and Development (R & D)****1. Specific Areas in which R & D carried out by the Company.**

Your Company is engaged in the business of providing data center and managed services, and hence, does not carry out any research and development activities.

2. Benefits Derived as a Result of the above R & D – N.A.**3. Future Plan of Action – N.A.****4. Expenditure on R & D**

The Company does not carry out any research and development activities and hence, does not incur any expenditure on R & D.

Technology Absorption, Adaptation and Innovation

The Company continues to use the latest technology for innovation and improving the quality of its services. The Company constantly seeks innovative ways to provide its services with and through technology partners.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO.**(a) Activities Relating to Exports, initiatives taken to increase Exports, development of new export markets for products and services and Export Plans:**

The Company is not engaged in any activities related to exports or development of export markets.

(b) Total Foreign Exchange used and earned:

Particulars	(in Rupees Millions)	
	For the year ended March 31 2020	For the year ended March 31 2019
Foreign Exchange Earnings*	230	111.81
Foreign Exchange Outgo	Nil	Nil
CIF value of Imports	Nil	31.14

* The earning are on account of foreign currency billing.

For and on behalf of the Board
Nxtra Data Limited

Date: June 22, 2020
Place: New Delhi

Sd/-
Rajesh Tapadia
Wholetime Director and CEO
DIN: 08391891
Address: C 701, Ashford
Rayale S. Samuel Road Near
Ceat Factory Goregaon
Mulund Link Road Nahur West
Mumbai-400078

Sd/-
Badal Bagri
Director
DIN: 00367278
Address: 148 Birch Court,
Nirvana Country Sector-50,
Gurgaon -122018

Nxtra Data Limited

IND AS Financial Statements

March 2020



Nxtra Data Limited

IND AS Financial Statements – March 2020

Contents	Page No.
1. Independent Auditor's Report	4
2. IND AS Financial Statements	
- Balance Sheet as of March 31, 2020 and 2019	9
- Statement of Profit and Loss for the year ended March 31, 2020 and 2019	10
- Statement of Changes in Equity for the year ended March 31, 2020 and 2019	11
- Statement of Cash Flows for the year ended March 31, 2020 and 2019	12
- Notes to Financial Statements	13



Independent Auditor's Report



INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS OF NXTRA DATA LIMITED
Report on the Audit of Financial Statements**

Opinion

We have audited the accompanying financial statements of Nextra Data Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "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 in conformity 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, 2020, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act ("SAs"). Our responsibilities under those Standards are further described in the Auditor's Responsibility 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 made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

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 board's report including Annexures to the board's report, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'

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 including other 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 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:

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- 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 financial 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 the 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.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

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- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows 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.
- e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 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 the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer note 20(b) to the financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company.

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2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)



Niles H. Lahoti
Partner
(Membership No. 130054)

Place: Gurugram
Date: June 22, 2020

UDIN: 20130054AAAAARS8962

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Nxtra Data Limited of even date)

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

We have audited the internal financial controls over financial reporting of Nxtra Data Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of 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 ("the Guidance Note"). 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 ("the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 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 system over financial reporting.

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Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the criteria for internal financial control over financial reporting established by the respective Company considering the essential components of internal control stated in the Guidance Note.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)



Nilesh H. Lahoti
Partner
(Membership No. 130054)

Place: Gurugram
Date: June 22, 2020

UDIN: 20130054AAAARS8962

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Nxtra Data Limited of even date)

- i. In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars with respect to most of its fixed assets, and is in the process of updating quantitative and situation details with respect to certain fixed assets in the records maintained the Company.
 - (b) The Company has a program of verification of fixed assets to cover all the fixed assets items in a phased manner at reasonable intervals over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, no fixed assets were physically verified by the management during the year.
 - (c) According to information and explanation given to us, the Company does not have any immovable properties and hence the provisions of the clause 3(i)(c) are not applicable.
- ii. According to information and explanation given to us, the inventories were physically verified during the year by the management at reasonable intervals and no material discrepancies were noticed on physical verification.
- iii. According to information and explanation given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of Section 185 and 186 of the Companies Act, 2013 are applicable.
- v. According to the information and explanations given to us, the Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2020 and therefore, the provisions of the clause 3 (v) of the Order are not applicable.
- vi. To the best of our knowledge and as explained, the central government has not prescribed maintenance of cost records under clause 148(1) of the Companies Act, 2013 for the services of the Company.
- vii. According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company is regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax, Customs Duty, cess and other material statutory dues applicable to it to the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax, Customs Duty,

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cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable, except below:

Name of the statute	Nature of dues	Amount Involved (₹)	Period to which the amount relates
Central Sales Tax Act, 1956	Sales tax	566,292	2017-18
Maharashtra Value Added Tax Act, 2002	Value Added Tax	51,958	2018-19
Karnataka Value Added Tax Act, 2003	Value Added Tax	2,978	2018-19

(c) There are no dues of Income-tax, Sales tax, Value Added Tax, Service tax, Goods and Services tax, Customs Duty which have not been deposited on account of any dispute.

- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government.
- ix. During the current year, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were raised, other than temporary deployment pending application of proceeds.
- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- xiv. In our opinion and according to the information and explanation given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding company, or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

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xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)



Nilesh H. Lahoti
Partner
(Membership No. 130054)

Place: Gurugram
Date: June 22, 2020

UDIN: 20130054AAAARS8962

Ind AS Financial Statements



Nextra Data Limited
Balance Sheet
(All amounts are in millions of Indian Rupee)

	Notes	As of	
		March 31, 2020	March 31, 2019
Assets			
Non-current assets			
Property, plant and equipment	5	8,134	5,318
Capital work-in-progress	5	1,273	2,916
Right-of-use assets	29	1,324	-
Financial assets			
- Investments	6	4	4
- Security deposits	7	226	224
Income tax assets (net)	7	451	346
Deferred tax assets (net)	8	579	435
Other non-current assets	9	1	90
		11,992	9,333
Current assets			
Inventories		17	-
Financial assets			
- Trade receivables	10	1,244	5,934
- Cash and cash equivalents	11	46	41
- Others	12	80	49
Other current assets	9	1,303	262
		2,690	6,286
Total assets		14,682	15,619
Equity and Liabilities			
Equity			
Equity Share capital	13	90	90
Other equity		966	378
		1,056	468
Non-current liabilities			
Financial liabilities			
- Borrowings	15	3,250	-
- Lease liabilities		900	-
- Others	16	-	71
Deferred revenue	21	25	49
Provisions	17	19	15
		4,194	135
Current liabilities			
Financial liabilities			
- Borrowings	15	3,661	8,268
- Current maturities of long-term borrowings	15	500	-
- Lease liabilities		213	-
- Trade payables	18	-	-
- total outstanding dues of micro enterprises and small enterprises		10	4
- total outstanding dues of creditors other than micro enterprises and small enterprises		3,351	1,654
- Others	16	1,431	4,886
Deferred revenue	21	63	87
Provisions	17	13	12
Other current liabilities	19	170	105
		9,432	15,016
Total Liabilities		9,432	15,016
Total equity and Liabilities		13,626	15,151
		14,682	15,619

The accompanying notes 1 to 32 form an integral part of these financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No: 117366W / W-100018)

(Signature)

Nitesh H. Lahoti
Partner
Membership No: 130054

Place: Gurugram

For and on behalf of the Board of Directors of Nextra Data Limited

(Signature)
Rajesh Tapadia
WTD & Chief Executive Officer
DIN: 0391891

(Signature)
Durgesh Pandey
Chief Financial Officer

(Signature)
Badal Bagri
Director
DIN: 00367278

(Signature)
Dhirej Arora
Company Secretary

Date: June 22, 2020

Certified true copy



(Signature)

Nxtra Data Limited
Statement of Profit and loss

(All amounts are in millions of Indian Rupee ; except per share data)

	Notes	For the year ended	
		March 31, 2020	March 31, 2019
Income			
Revenue from operations	21	10,854	8,518
Other income		88	39
		10,942	8,551
Expenses			
Data centre operating expenses	22	7,353	5,880
Employee benefits expense	23	187	137
Other expenses	24	526	503
		8,066	6,520
Profit from operating activities before depreciation and amortisation		2,876	2,031
Depreciation and amortisation expense	25	1,798	1,242
Finance costs	26	206	0
Finance income	26	(32)	(2)
Profit before tax		904	791
Tax expense / (credit)			
Current tax	8	285	441
Deferred tax	8	(93)	(125)
Profit for the year		712	475
Other comprehensive income			
Items not to be reclassified to profit or loss :			
- Re-measurement (loss) / gains on defined benefit plans	23	(1)	1
- Tax credit / (charge)	8	0	(0)
Other comprehensive (loss) / income for the year		(1)	1
Total comprehensive income for the year		711	476
Earnings per share (Face value: Rs. 10 each)			
Basic and diluted earnings per share	27	78.98	52.71

The accompanying notes 1 to 32 form an integral part of these financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No: 117366W / W-100018)





Nilesh H. Lahoti
Partner
Membership No: 130054

Place: Gurugram

For and on behalf of the Board of Directors of Nxtra Data Limited


Rajesh Tapadia
WTD & Chief Executive Officer
DDN: 8391891


Durgesh Pandey
Chief Financial Officer


Badal Bagri
Director
DDN: 00367278


Dhiraaj Arora
Company Secretary

Date: June 22, 2020



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NILESH H. LAHOTI
NEW DELHI

Nxtra Data Limited
Statement of Changes in Equity
(All amounts are in millions of Indian Rupee ; unless stated otherwise)

	Equity share capital		Other equity - Reserves and Surplus				Total equity
	No. of shares (In '000)	Amount	Additional capital contribution	Retained earnings	Capital reserve	Total	
As of April 1, 2018	9,018	90	258	(165)	(189)	(96)	(6)
Profit for the year	-	-	-	475	-	475	475
Transfer from retained earnings to capital reserve & working capital movement	-	-	-	(2)	0	(2)	(2)
Other comprehensive income	-	-	-	1	-	1	1
Total comprehensive income	-	-	-	474	-	474	474
As of March 31, 2019	9,018	90	258	309	(189)	378	468
Transition impact on adoption of Ind AS 116 (Note 29)	-	-	-	(123)	-	(123)	(123)
As of April 01, 2019	9,018	90	258	186	(189)	235	345
Profit for the year	-	-	-	712	-	712	712
Other comprehensive loss	-	-	-	(1)	-	(1)	(1)
Total comprehensive income	-	-	-	711	-	711	711
As of March 31, 2020	9,018	90	258	897	(189)	968	1,056

The accompanying notes 1 to 32 form an integral part of these financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No: 117366W / W-100018)

For and on behalf of the Board of Directors of Nxtra Data Limited




Nilesh H. Lahoti
Partner
Membership No: 130054

Place: Gurugram


Rajesh Tapadia
WTD & Chief Executive Officer
DIN: 8391891


Durgesh Pandey
Chief Financial Officer

Date: June 22, 2020


Badal Bagri
Director
DIN: 00367278


Dhiraaj Arora
Company Secretary

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Nxtra Data Limited
Statement of Cash Flows
(All amounts are in millions of Indian Rupee)

	For the year ended	
	March 31, 2020	March 31, 2019
Cash flows from operating activities		
Profit before tax		
Adjustments for:	904	791
Depreciation and amortisation expense		
Finance costs	1,798	1,242
Finance income	206	0
Other non-cash items	(29)	(2)
	89	59
Operating cash flow before changes in working capital	2,968	2,090
Changes in working capital		
Trade receivables		
Trade payables	4,618	(4,348)
Inventories	1,704	950
Other financial and non-financial liabilities	(17)	-
Other financial and non-financial assets	885	2,167
	(984)	129
Net cash generated from operations before tax	9,154	989
Income tax paid- net	(389)	(375)
Net cash generated from operating activities (a)	8,765	614
Cash flows from investing activities		
Purchase of property, plant and equipment		
Interest received	(7,550)	(5,540)
Consideration for common control transaction	12	2
	-	630
Net cash used in investing activities (b)	(7,538)	(4,908)
Cash flows from financing activities		
Proceeds from borrowings	16,918	6,730
Repayment of borrowings	(17,775)	(2,403)
Payment of lease liabilities	(186)	-
Interest and other finance charges paid	(179)	-
Net cash (used in) / generated from financing activities (c)	(1,222)	4,327
Net increase in cash and cash equivalents during the year (a+b+c)	5	33
Add : Cash and cash equivalents as at the beginning of the year	41	8
Cash and cash equivalents as at the end of the year (refer note 11)	46	41

The accompanying notes 1 to 32 form an integral part of these financial statements.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No: 117366W / W-100018)



Nilesh H. Lahoti
Partner
Membership No: 130054

Place: Gurugram

For and on behalf of the Board of Directors of Nxtra Data Limited


Rajesh Tapadia
WTD & Chief Executive Officer
DIN: 8391891


Durgesh Pandey
Chief Financial Officer


Badal Bagri
Director
DIN: 00367278


Dhiraaj Arora
Company Secretary

Date: June 22, 2020

Certified true Copy



1. Corporate information

Nxtra Data Limited ('the Company' or 'NDL') is domiciled and incorporated in India as a public limited company. The registered office of the Company is situated at Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110070.

The principal object of the Company is to carry on the business of data centre, managed services and sale of hardware.

2. Summary of significant accounting policies

2.1 Basis of preparation

These financial statements have been prepared to comply in all material respects with the Indian Accounting Standard ('Ind AS') as notified by the Ministry of Corporate Affairs ('MCA') under section 133 of the Companies Act, 2013 ('Act'), read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and other relevant provisions of the Act.

As at March 31, 2020, the current liabilities exceeded its current assets by Rs. 6,742 Mn (2018-19: Rs. 8,730 Mn) which includes deferred revenue of Rs. 63 Mn (2018-19: Rs. 87 Mn). Management has undertaken key initiatives to improve the profitability and reduce current assets and liability mismatch. These initiatives include rationalization of pass through charges and cost structure, negotiating the credit terms of capex vendors. Given its profile and past experience; Management expects that it will be able to access various source of funds (viz. banks / shareholders as deemed fit) as and to the extent required.

The financial statements are prepared on the basis of accounting policies applicable to a going concern assumption. In making its assessment, management acknowledges that the ability of the Company to continue as a going concern is dependent on the generation of sufficient profits, positive cash flows and the continued support of parent company as and when required in the future which has been confirmed by the parent entity.

These financial statements are approved for issue by the Company's Board of Directors on June 22, 2020.

The financial statements are based on the classification provisions contained in Ind AS 1, 'Presentation of Financial Statements' and division II of schedule III of the Companies Act 2013. Further, for the purpose of clarity, various items are aggregated in the statement of profit and loss and balance sheet. Nonetheless, these items are dis-aggregated separately in the notes to the financial statements, where applicable or required.

All the amounts included in the financial statements are reported in millions of Indian Rupee ('Rupee' or 'Rs.') and are rounded to the nearest million, except per share data and unless stated otherwise. Further, due to rounding off, certain amounts are appearing as '0'.



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

The preparation of the said financial statements requires the use of certain critical accounting estimates and judgements. It also requires the management to exercise judgement in the process of applying the Company's accounting policies. The areas where estimates are significant to the financial statements, or areas involving a higher degree of judgement or complexity, are disclosed in note 3.

The accounting policies, as set out in the following paragraphs of this note, have been consistently applied, by the Company, to all the periods presented in the said financial statements, except in case of adoption of any new standards and amendments during the year.

To provide more reliable and relevant information about the effect of certain items in the Statement of Profit and Loss and Balance sheet, the Company has changed the classification of certain items. Previous year figures have been re-grouped or reclassified, to confirm to such current year's grouping / classifications. There is no impact on Equity or Net profit due to these regrouping / reclassifications.

New Standards and amendments adopted during the year

The Company has applied the following Standards and amendments for the first time for their annual reporting period commencing April 1, 2019:

- Ind AS 116, Leases
- Appendix C to Ind AS 12, Uncertainty over Income Tax Treatments

Ind AS 116, Leases

MCA had notified Ind AS 116 'Leases' effective for annual reporting periods beginning on or after April 01, 2019. The Company has applied Ind AS 116 using the modified retrospective approach. The Company elected to apply the practical expedient included in Ind AS 116 and therefore retained its existent assessment under Ind AS 17 as to whether a contract entered or modified before April 01, 2019 contains a lease. Refer note 29 for impact of adoption of Ind AS 116. Also refer note 2.9 for accounting policy on 'leases'.

Appendix C to Ind AS 12, Uncertainty over Income Tax Treatments:

MCA had notified Appendix C to Ind AS 12, Uncertainty over Income Tax Treatments, effective for annual reporting periods beginning on or after April 1, 2019. Appendix C to Ind AS 12 addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of Ind AS 12, Income Taxes. It does not apply to taxes or levies outside the scope of Ind AS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. Appendix C to Ind AS 12 addresses the following:

- Whether an entity considers uncertain tax treatments separately
- The assumptions an entity makes about the examination of tax treatments by taxation authorities



- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates
- How an entity considers changes in facts and circumstances

The Company has applied Appendix C to Ind AS retrospectively with the cumulative effect of initial application recognised at the date of initial application.

Upon application of Appendix C to Ind AS 12, the Company considered whether it has any uncertain tax positions. The Company's tax filings include deductions and the taxation authorities may challenge those tax treatments. The Company determined, based on its tax compliance, that it is probable that its tax treatments will be accepted by the taxation authorities. Appendix C to Ind AS 12 does not have a material impact on the financial statements of the Company in addition to what the Company has already recorded/ disclosed.

2.2 Basis of measurement

The financial statements have been prepared on the accrual and going concern basis, and the historical cost convention except where the Ind AS requires a different accounting treatment. The principal variations from the historical cost convention relate to financial instruments which are classified as fair value through profit or loss (refer note 2.8) – which are measured at fair value.

Fair value measurement

Fair value is the price at the measurement date, at which an asset can be sold or a liability can be transferred, in an orderly transaction between market participants. The Company's accounting policies require, measurement of certain financial instruments at fair values (either on a recurring or non-recurring basis). Also, the fair values of financial instruments measured at amortised cost are required to be disclosed in the said financial statements.

The Company is required to classify the fair valuation method of the financial / non-financial assets and liabilities, either measured or disclosed at fair value in the financial statements, using a three level fair-value-hierarchy (which reflects the significance of inputs used in the measurement). Accordingly, the Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

The three levels of the fair-value-hierarchy are described below:

Level 1: Quoted (unadjusted) prices for identical assets or liabilities in active markets

Level 2: Significant inputs to the fair value measurement are directly or indirectly observable

Level 3: Significant inputs to the fair value measurement are unobservable



2.3 Foreign currency transactions

The financial statements are presented in Indian Rupees which is the functional and presentation currency of the Company.

Transactions in foreign currencies are initially recorded in the relevant functional currency at the exchange rates prevailing at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the closing exchange rate prevailing as at the reporting date with the resulting foreign exchange differences, on subsequent re-statement / settlement, recognised in the statement of profit and loss within finance costs / finance income. Non-monetary assets and liabilities denominated in foreign currencies are translated into the functional currency using the exchange rate prevalent, at the date of initial recognition (in case they are measured at historical cost) or at the date when the fair value is determined (in case they are measured at fair value) – the resulting foreign exchange difference, on subsequent re-statement / settlement, recognised in the statement of profit and loss, except to the extent that it relates to items recognised in the other comprehensive income or directly in equity.

The equity items denominated in foreign currencies are translated at historical cost.

2.4 Current versus non-current classification

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

Deferred tax assets and liabilities, and all assets and liabilities which are not current (as discussed in the below paragraphs) are classified as non-current assets and liabilities.

An asset is classified as current when it is expected to be realised or intended to be sold or consumed in normal operating cycle, held primarily for the purpose of trading, expected to be realised 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.

A liability is classified as current when it is expected to be settled in normal operating cycle, it is held primarily for the purpose of trading, it is due to be settled within twelve months after the reporting period, or there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.



2.5 Common control transactions

Business combinations arising from transfers of interest / business in entities that are under the common control, are accounted at historical cost. The difference, between any consideration paid / received and the aggregate historical carrying amounts of underlying assets and liabilities acquired / disposed (other than impairment, if any), is recorded in capital reserve, a component of equity.

2.6 Property, plant and equipment ('PPE')

An item is recognised as an asset, if and only if, it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. PPE are initially recognised at cost. The initial cost of PPE comprises its purchase price (including non-refundable duties and taxes but excluding any trade discounts and rebates) and any directly attributable cost of bringing the asset to its working condition and location for its intended use.

Subsequent to initial recognition, PPE are stated at cost less accumulated depreciation and any impairment losses. When significant parts of PPE are required to be replaced at regular intervals, the Company recognises such parts as separate component of assets. When an item of PPE is replaced, then its carrying amount is de-recognised from the balance sheet and cost of the new item of PPE is recognised. Further, in case the replaced part was not being depreciated separately, the cost of the replacement is used as an indication to determine the cost of the replaced part at the time it was acquired.

The expenditures that are incurred after the item of PPE has been put to use, such as repairs and maintenance, are normally charged to the statement of profit and loss in the year in which such costs are incurred. However, in situations where the said expenditure can be measured reliably, and is probable that future economic benefits associated with it will flow to the Company, it is included in the asset's carrying value or as a separate asset, as appropriate.

Depreciation on PPE is computed using the straight-line method over the estimated useful lives. The management basis its past experience and technical assessment has estimated the useful life, which is at variance with the life prescribed in Part C of Schedule II of the Companies Act, 2013 and has accordingly, depreciated the assets over such useful life.

The Company has established the estimated range of useful lives for different categories of PPE as follows:

Categories	Years
Building	Lease term or 20 years, whichever is less
Plant and Machinery	2-20
Computer	1-3
Office equipment	2 - 5
Furniture and Fixtures	5
Leasehold improvements	Lease term or 20 years, whichever is less



The useful lives, residual values and depreciation method of PPE are reviewed, and adjusted appropriately, at least as at each financial year end so as to ensure that the method and period of depreciation are consistent with the expected pattern of economic benefits from these assets. The effect of any change in the estimated useful lives, residual values and / or depreciation method are accounted prospectively, and accordingly the depreciation is calculated over the PPE's remaining revised useful life. The cost and the accumulated depreciation for PPE sold, scrapped, retired or otherwise disposed off are de-recognised from the balance sheet and the resulting gains / losses are included in the statement of profit and loss within other expenses / other income.

The cost of capital work-in-progress (CWIP) is presented separately in the balance sheet.

2.7 Impairment of non-financial assets

PPE and Right-of-use assets

PPE (including CWIP) and Right-of-use assets ('ROU') and are reviewed for impairment, whenever events or changes in circumstances indicate that their carrying values may not be recoverable.

For the purpose of impairment testing, the recoverable amount (that is, higher of the fair value less costs to sell and the value-in-use) is determined on an individual asset basis, unless the asset does not generate cash flows that are largely independent of those from other assets, in which case the recoverable amount is determined at the cash-generating-unit ('CGU') level to which the said asset belongs. If such individual assets or CGU are considered to be impaired, the impairment to be recognised in the statement of profit and loss is measured by the amount by which the carrying value of the asset / CGU exceeds their estimated recoverable amount and allocated on pro-rata basis. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets.

Reversal of impairment losses

Impairment losses are reversed in the statement of profit and loss and the carrying value is increased to its revised recoverable amount provided that this amount does not exceed the carrying value that would have been determined had no impairment loss been recognised for the said asset / CGU in previous years.

2.8 Financial Instruments

a. Recognition, classification and presentation

The financial instruments are recognised in the balance sheet when the Company becomes a party to the contractual provisions of the financial instrument.

The Company determines the classification of its financial instruments at initial recognition.



The Company classifies its financial assets in the following categories: a) those to be measured subsequently at fair value through profit or loss, and b) those to be measured at amortised cost. The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

The Company has classified all the non-derivative financial liabilities measured at amortised cost.

Financial assets and liabilities arising from different transactions are off-set against each other and the resultant net amount is presented in the balance sheet, if and only when, the Company currently has a legally enforceable right to set-off the related recognised amounts and intends either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

b. Measurement - Non-derivative financial instruments

I. Initial measurement

At initial recognition, the Company measures the non-derivative financial instruments (except financial guarantee) at its fair value plus, in the case of a financial instruments not at fair value through profit or loss, transaction costs. Otherwise, transaction costs are expensed in the statement of profit and loss.

II. Subsequent measurement - financial assets

The subsequent measurement of the non-derivative financial assets depends on their classification as follows:

i. Financial assets measured at amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost using the effective-interest rate ('EIR') method (if the impact of discounting / any transaction costs is significant). Interest income from these financial assets is included in finance income.

ii. Financial assets at fair value through profit or loss ('FVTPL')

All financial assets that do not meet the criteria for amortised cost are measured at FVTPL. Interest (basis EIR method) income from financial assets at FVTPL is recognised in the statement of profit and loss within finance income separately from the other gains/ losses arising from changes in the fair value.

Impairment

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk since initial recognition. If credit risk has not increased significantly, twelve months, expected credit loss (ECL) is used to provide for impairment loss, otherwise lifetime ECL is used.



However, only in case of trade receivables, the Company applies the simplified approach which requires expected lifetime losses to be recognised from initial recognition of the receivables.

III. Subsequent measurement - financial liabilities

The financial liabilities are initially recognised at fair value less any directly attributable transaction costs. They are subsequently measured at amortised cost using the EIR method (if the impact of discounting / any transaction costs is significant).

c. Derecognition

The financial assets are de-recognised from the balance sheet when the rights to receive cash flows from the financial assets have expired, or have been transferred and the Company has transferred substantially all risks and rewards of ownership. The financial liabilities are derecognised from the balance sheet when the underlying obligations are extinguished, discharged, lapsed, cancelled, expires or legally released. The resultant impact of derecognition is recognised in the statement of profit and loss.

2.9 Leases

The Company, at the inception of a contract, assesses the contract as, or containing, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether the contract involves the use of an identified asset, the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and the Company has the right to direct the use of the asset.

Company as a lessee

On initial application of Ind AS 116, the Company recognised a lease liability measured at the present value of all the remaining lease payments, discounted using the lessee's incremental borrowing rate at April 1, 2019 whereas the Company has elected to measure ROU at its carrying amount as if Ind AS 116 had been applied since the lease commencement date, but discounted using the lessee's incremental borrowing rate at April 1, 2019.

For new lease contracts, the Company recognises a ROU and a corresponding lease liability with respect to all lease agreements in which it is the lessee in the Balance Sheet. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the incremental borrowing rate (as the rate implicit in the lease cannot be readily determined). Lease liabilities include the net present value of fixed payments (including any in-substance fixed payments) and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.



Subsequently, the lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments including or when the lease contract is modified and the lease modification is not accounted for as a separate lease. The corresponding adjustment is made to the carrying amount of the ROU, or is recorded in profit or loss if the carrying amount of the related ROU has been reduced to zero and there is a further reduction in the measurement of the lease liability.

ROU are measured at cost comprising the amount of the initial measurement of lease liability, any lease payments made at or before the commencement date and any initial direct costs less any lease incentives received.

Subsequent to initial recognition, ROU are stated at cost less accumulated depreciation and any impairment losses and adjusted for certain remeasurements of the lease liability. Depreciation is computed using the straight-line method from the commencement date to the end of the useful life of the underlying asset or the end of the lease term, whichever is shorter. The estimated useful lives of ROU are determined on the same basis as those of the underlying asset.

In the Balance Sheet, the ROU and lease liabilities are presented separately. In the statement of profit and loss, interest expense on lease liabilities are presented separately from the depreciation charge for the ROU. Interest expense on the lease liability is a component of finance costs, which are presented separately in the statement of profit or loss. In the statement of cash flows, cash payments for the principal portion of lease payments and the interest portion of lease liability are presented as financing activities, and short-term lease payments and payments for leases of low-value assets and variable lease payments not included in the measurement of the lease liability, if any, as operating activities.

When a contract includes lease and non-lease components, the Company allocates the consideration in the contract on the basis of the relative stand-alone prices of each lease component and the aggregate stand-alone price of the non-lease components.

Short-term leases and leases of low-value assets

The Company has elected not to recognise ROU and lease liabilities for short term leases that have a lease term of twelve months or less and leases of low value assets. The Company recognises lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Company as a lessor

Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.



Amounts due from lessees under a finance lease are recognised as receivables at an amount equal to the net investment in the leased assets. Finance lease income is allocated to the periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the finance lease.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

When a contract includes lease and non-lease components, the Company applies Ind AS 115 'Revenue from Contracts with Customers' to allocate the consideration under the contract to each component.

The Company enters into arrangements wherein the right to use the data centre (mainly pertains to building, P&M and other assets) is given over the substantial part of the asset life. However, as the title to the assets and the significant risks associated with the operation and maintenance of these assets remains with the Company, such arrangements are recognised as operating lease. The contracted price is recognised as revenue during the tenure of the agreement.

2.10 Taxes

The income tax expense comprises of current and deferred income tax. Income tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised in the other comprehensive income or directly in equity, in which case the related income tax is also recognised accordingly.

a. Current tax

The current tax is calculated on the basis of the tax rates, laws and regulations, which have been enacted or substantively enacted as at the reporting date. The payment made in excess / (shortfall) of the Company's income tax obligation for the period are recognised in the balance sheet under income tax assets / under current liabilities as current tax liabilities.

Any interest, related to accrued liabilities for potential tax assessments are not included in income tax charge or (credit), but are rather recognised within finance costs.

The Company periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation. The Company considers whether it is probable that a taxation authority will accept an uncertain tax treatment. If the Company concludes it is probable that the taxation authority will accept an uncertain tax treatment, it determines the taxable profit (tax loss), tax bases, unused tax losses, unused tax credits or tax rates consistently with the tax treatment used or planned to be used in its income tax filings. If the Company concludes it is not probable that the taxation authority will



accept an uncertain tax treatment, the entity reflects the effect of uncertainty in determining the related taxable profit (tax loss), tax bases, unused tax losses, unused tax credits or tax rates.

b. Deferred tax

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. However, deferred tax are not recognised if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. The Company considers the projected future taxable income and tax planning strategies in making this assessment.

The unrecognised deferred tax assets / carrying amount of deferred tax assets are reviewed at each reporting date for recoverability and adjusted appropriately.

Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the asset is realised or the liability is settled.

Income tax assets and liabilities are off-set against each other and the resultant net amount is presented in the balance sheet, if and only when, (a) the Company currently has a legally enforceable right to set-off the current income tax assets and liabilities, and (b) when it relate to income tax levied by the same taxation authority and where there is an intention to settle the current income tax balances on net basis.

2.11 Inventories

Inventories are stated at the lower of cost (determined using the first-in-first-out method) and net realisable value. The costs comprise its purchase price and any directly attributable cost of bringing the inventories to its present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

2.12 Cash and cash equivalents

Cash and cash equivalents include cash in hand, bank balances and any deposits with original maturities of three months or less (that are readily convertible to known amounts of cash and cash equivalents and subject to an insignificant risk of changes in value).

2.13 Share capital

Ordinary shares are classified as Equity when the Company has an un-conditional right to avoid delivery of cash or another financial asset, that is, when the dividend and repayment of capital are at the sole and absolute discretion of the Company and there is no contractual obligation whatsoever to that effect.



2.14 Employee benefits

The Company's employee benefits mainly include wages, salaries, bonuses, defined contribution to plans, defined benefit plans, compensated absences, deferred compensation and share based payments. The employee benefits are recognised in the year in which the associated services are rendered by the Company employees. Short-term employee benefits are recognised in statement of profit and loss at undiscounted amounts during the period in which the related services are rendered.

a. Defined contribution plans

The contributions to defined contribution plans are recognised in statement of profit or loss as and when the services are rendered by employees. The Company has no further obligations under these plans beyond its periodic contributions.

b. Defined benefit plans

In accordance with the local laws and regulations, all the employees are entitled for the Gratuity plan. The said plan requires a lump-sum payment to eligible employees (meeting the required vesting service condition) at retirement or termination of employment, based on a pre-defined formula.

The Company provides for the liability towards the said plans on the basis of actuarial valuation carried out quarterly as at the reporting date, by an independent qualified actuary using the projected-unit-credit method.

The obligation towards the said benefits is recognised in the balance sheet, at the present value of the defined benefit obligations. The present value of the said obligation is determined by discounting the estimated future cash outflows, using interest rates of government bonds.

The interest expense are calculated by applying the above mentioned discount rate to defined benefit obligations. The interest expense on the net defined benefit liability is recognised in the statement of profit and loss. However, the related re-measurements of the defined benefit obligations are recognised directly in the other comprehensive income in the period in which they arise. The said re-measurements comprise of actuarial gains and losses (arising from experience adjustments and changes in actuarial assumptions). Re-measurements are not re-classified to the statement of profit and loss in any of the subsequent periods.

c. Other long-term employee benefits

The employees of the Company are entitled to compensated absences as well as other long-term benefits. Compensated absences benefit comprises of encashment and availment of leave balances that were earned by the employees over the period of past employment.

The Company provides for the liability towards the said benefit on the basis of actuarial valuation carried out quarterly as at the reporting date, by an independent qualified actuary using the projected-unit-credit



method. The related re-measurements are recognised in the statement of profit and loss in the period in which they arise.

2.15 Provisions

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

Provisions are measured at the present value of the expenditures expected to be required to settle the relevant obligation (if the impact of discounting is significant), using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to un-winding of interest over passage of time is recognised within finance costs.

2.16 Contingencies

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.17 Revenue recognition

Revenue is recognised upon transfer of control of promised products or services to the customer at the consideration which the Company has received or expects to receive in exchange of those products or services, net of any taxes / duties, discounts and process waivers.

Revenue is recognised when, or as, each distinct performance obligation is satisfied. The main categories of revenue and the basis of recognition are as follows:

a) Service revenue

Service revenue mainly pertains to the revenue from data center and managed services which are recognized post completion of performance obligation.

Revenues in excess of invoicing are classified as unbilled revenue while invoicing / collection in excess of revenue are classified as deferred revenue / advance from customers.

b) Equipment sales

Equipment sales mainly pertain to sale of hardware for which revenue is recognised when the control of equipment is transferred to the customer, i.e. transferred at a point in time.



c) Interest income

The interest income is recognised using the EIR method. For further details, refer Note 2.8.

2.18 Borrowing costs

Borrowing costs consist of interest and other ancillary costs that the Company incurs in connection with the borrowing of funds. The borrowing costs directly attributable to the acquisition or construction of any asset that takes a substantial period of time to get ready for its intended use or sale are capitalised. Other borrowing costs are recognised in the statement of profit and loss within finance costs in the period in which they are incurred.

2.19 Exceptional items

Exceptional items refer to items of income or expense within the statement of profit and loss from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Company.

2.20 Earnings per share ('EPS')

The Company presents the Basic and Diluted EPS.

Basic EPS is computed by dividing the profit for the period attributable to the shareholders of the Company by the weighted average number of shares outstanding during the period.

Diluted EPS is computed by adjusting, the profit for the year attributable to the shareholders and the weighted average number of shares considered for deriving Basic EPS, for the effects of all the shares that could have been issued upon conversion of all dilutive potential shares. The dilutive potential shares are adjusted for the proceeds receivable had the shares been actually issued at fair value. Further, the dilutive potential shares are deemed converted as at beginning of the period, unless issued at a later date during the period.

2.21 Segment reporting

The Company operates only in one business segment viz. to carry on the business of data centre, managed services, which is the only reportable segment. Accordingly, no further operating segment financial information is disclosed.

3. Key sources of estimation uncertainties and critical judgements

The estimates and judgements used in the preparation of the said 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. The said estimates and judgements 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 as at the reporting date.

Although the Company regularly assesses these estimates, actual results could differ materially from these estimates - even if the assumptions underlying such estimates were reasonable when made, if these results differ from historical experience or other assumptions do not turn out to be substantially accurate. The changes in estimates are recognised in the financial statements in the period in which they become known.

3.1 Key sources of estimation uncertainties

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying values of assets and liabilities within the next financial year are discussed below.

a. Useful lives of PPE

As described at note 2.6 above, the Company reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. After considering market conditions, industry practice, technological developments and other factors, the Company determined that the current useful lives of its PPE remain appropriate. However, changes in economic conditions of the markets, competition and technology, among others, are unpredictable and they may significantly impact the useful lives of PPE and therefore the depreciation charges.

b. Allowance for impairment of trade receivables

The expected credit loss is mainly based on the ageing of the receivable balances and historical experience. The receivables are assessed on an individual basis or grouped into homogeneous groups and assessed for impairment collectively, depending on their significance. Moreover, trade receivables are written off on a case-to-case basis if deemed not to be collectible on the assessment of the underlying facts and circumstances.

3.2 Critical judgement's in applying the Company's accounting policies

Determining the incremental borrowing rate for lease contracts

The initial recognition of lease liabilities at present value requires the identification of an appropriate discount rate. The Company has determined the incremental borrowing rate based on considerations specific to the leases by taking consideration of the risk free borrowing rates as adjusted for country / company specific risk premiums (basis the readily available data points).



4. Significant transactions / new developments

The Company elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Act, 2019 to pay taxes at a lower rate subject to certain conditions. Accordingly, the Company has recognised provision for income tax and re-measured its deferred tax assets basis the rate prescribed in said section (refer note 8).

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Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

5. Property, plant and equipment ('PPE')

The following table presents the reconciliation of changes in the carrying value of PPE for the years ended March 31, 2020 and 2019:

	Leasehold land	Building	Plant and machinery	Furniture and fixtures	Office equipment	Computer	Leasehold improvements	Total
Gross Carrying value								
As of April 1, 2018	483	-	11,693	12	1,074	167	419	13,848
Additions / capitalisation	-	-	906	1	50	21	12	990
Disposals/adjustment	-	-	(114)	-	(12)	(6)	(0)	(132)
As of March 31, 2019	483	-	12,485	13	1,112	182	431	14,706
As of April 1, 2019	483	-	12,485	13	1,112	182	431	14,706
Transaction impact on adoption of IND AS 116*	(483)	-	-	-	-	-	-	(483)
Adjusted balance as of April 1, 2019	-	-	12,485	13	1,112	182	431	14,223
Additions	-	1,135	3,669	-	64	26	2	4,896
Disposals/Adjustments	-	-	(80)	-	(1)	(1)	-	(82)
As of March 31, 2020	-	1,135	16,074	13	1,175	207	433	19,037
Accumulated depreciation								
As of April 1, 2018	8	-	6,838	10	876	139	353	8,224
Charge	5	-	1,104	3	120	38	15	1,285
Disposals/adjustment	-	-	(108)	0	(11)	(2)	(0)	(121)
As of March 31, 2019	13	-	7,834	13	985	175	368	9,388
As of April 1, 2019	13	-	7,834	13	985	175	368	9,388
Transaction impact on adoption of IND AS 116*	(13)	-	-	-	-	-	-	(13)
Adjusted balance as of April 1, 2019	-	-	7,834	13	985	175	368	9,375
Charge	-	25	1,422	-	106	31	14	1,598
Disposals/adjustment	-	(0)	(69)	(0)	(1)	-	(0)	(70)
As of March 31, 2020	-	25	9,187	13	1,090	206	382	10,903
Net carrying Amount								
As of March 31, 2019	470	-	4,651	0	127	7	63	5,318
As of April 1, 2019	-	-	4,651	0	127	7	63	4,848
As of March 31, 2020	-	1,110	6,887	0	85	1	51	8,134

* Refer note 2.1 & 29



Nextra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

The following table presents the property, plant and equipment subject to an operating lease for the year ended March 31, 2020 included above:

	Building	Plant and machinery	Office Equipment	Total
Gross Carrying value				
As of March 31, 2019	-	-	-	-
Additions	1,135	1,524	1	2,660
Disposals/adjustment	-	-	-	-
As of March 31, 2020	1,135	1,524	1	2,660
Accumulated depreciation				
As of March 31, 2019	-	-	-	-
Charge	25	76	0	101
Disposals/adjustment	-	-	-	-
As of March 31, 2020	25	76	0	101
Net carrying Amount				
As of March 31, 2019	-	-	-	-
As of March 31, 2020	1,110	1,448	1	2,559

The carrying value of capital work-in-progress as at March 31, 2020 and March 31, 2019 is Rs 1,273 and Rs. 2,916, which mainly pertains to construction of plant and machinery and building.



6. Investment

	As of	
	March 31, 2020	March 31, 2019
	Amount	Amount
Non- current		
Greenery Wind Corporation Pvt. Ltd: 41,535 shares of Rs. 10 each	0	0
Aban Green Power Pvt Ltd : 47,155 shares of Rs. 10 each	0	0
Suganeshwara Hydel Power Pvt Ltd :32,500 shares of Rs. 100 each	3	3
	<u>4</u>	<u>4</u>
Aggregate book value of unquoted investment	4	4

7. Security deposits

	As of	
	March 31, 2020	March 31, 2019
Security deposits	226	224
	<u>226</u>	<u>224</u>

* Security deposit includes amount due from related parties (refer note 28)

8. Income taxes

The major components of Income tax expense are:-

	For the year ended	
	March 31, 2020	March 31, 2019
Current income tax		
- For the year	307	412
- Adjustments for prior periods	(22)	29
	<u>285</u>	<u>441</u>
Deferred tax		
- Origination and reversal of temporary differences	(77)	(122)
- Effect of change in tax rate (refer note 4)	137	(3)
- Adjustments for prior periods	(153)	-
	<u>(93)</u>	<u>(125)</u>
Income tax expense	<u>192</u>	<u>316</u>



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

The reconciliation between the amount computed by applying the statutory income tax rate to the profit before tax and income tax expense is summarized below:

	For the year ended	
	March 31, 2020	March 31, 2019
Profit before tax	904	791
Tax expense @ 25.168% / 34.944%	227	277
Effect of:		
Net deduction claimed in respect of donation	(3)	-
Changes in tax rate (refer note 4)	137	(3)
Adjustment in respect to current tax of previous years	(22)	29
Adjustment in respect to deferred tax of previous years	(153)	-
Expense not deductible (net)	6	13
Income tax expense	192	316

The analysis of deferred tax assets is as follows:-

	As of	
	March 31, 2020	March 31, 2019
Deferred tax asset		
Provision for impairment of debtors / advance	117	143
Post employment benefits	3	3
Lease rent equalization	-	26
Depreciation / amortisation on PPE / intangible assets	459	263
Net deferred tax asset	579	435

	For the year ended	
	March 31, 2020	March 31, 2019
Deferred tax income		
Provision for impairment of debtors / advance	(27)	31
Post employment benefits	-	8
Lease rent equalization	(5)	3
Depreciation / amortisation on PPE / intangible assets	125	89
Others	-	(6)
Net deferred tax income	93	125

The movement in deferred tax assets during the year is as follows:

	As of	
	March 31, 2020	March 31, 2019
Opening balance	435	310
Tax credit recognised in statement of profit or loss	93	125
Tax income recognised in equity on transition impact of ind as 116(refer note 29)	51	-
Tax credit/ (charge) recognised in OCI	0	(0)
Closing balance	579	435



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

9. Other assets

Non-current

	As of	
	March 31, 2020	March 31, 2019
Capital advance	-	83
Prepaid expenses	1	-
Others	-	7
	1	90

Current

	As of	
	March 31, 2020	March 31, 2019
Taxes recoverable*	273	132
Advances to suppliers (net)**	218	119
Prepaid expenses	798	9
Others	14	2
	1,303	262

*Taxes recoverable include customs duty and goods and services tax (GST).

** Advance to Suppliers are disclosed net of provision of Rs. 19 and Rs. 43 as of March 31, 2020 and March 31, 2019, respectively.

10. Trade receivables

	As of	
	March 31, 2020	March 31, 2019
Trade receivable considered good - Unsecured*	1,637	6,244
Less: Allowances for doubtful receivables	(393)	(310)
	1,244	5,934

*It includes amount due from related party (refer note 28)

Refer note 30.1 (iii) for credit risk



Nextra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

The movement in allowances for doubtful debts is as follows

	As of	
	March 31, 2020	March 31, 2019
Opening balance	310	247
Additions	83	63
	393	310

11. Cash and cash equivalents

	As of	
	March 31, 2020	March 31, 2019
Balances with banks	46	41
	46	41

12. Financial Assets – Others

Current

	As of	
	March 31, 2020	March 31, 2019
Unbilled revenue	80	49
Claims recoverable	0	0
	80	49

13. Equity share capital

	As of	
	March 31, 2020	March 31, 2019
Authorized shares		
10,000,000 (March 31, 2019- 10,000,000)		
equity shares of Rs 10 each	100	100
Issued, Subscribed and fully paid-up shares		
9,017,857 (March 31, 2019- 9,017,857)		
equity shares of Rs 10 each	90	90
	90	90

a. Reconciliation of the equity shares outstanding at the beginning and at the end of the year

	For the year ended			
	March 31, 2020		March 31, 2019	
	No. of shares in '000	Amount	No. of shares in '000	Amount
At the beginning of the year	9,018	90	9,018	90
Issued during the year	-	-	-	-
Outstanding at the end of the year	9,018	90	9,018	90



Nxtra Data Limited**Notes to Financial Statements***(All amounts are in millions of Indian Rupee; unless stated otherwise)***b. Terms/rights attached to equity shares**

The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to cast one vote per share.

c. Details of shareholders (as per the register of shareholders) holding more than 5% shares in the Company (including shares held by holding company and its subsidiary)

	As of			
	March 31, 2020		March 31, 2019	
	No. of shares in '000	% holding	No. of shares in '000	% holding
Equity shares of Rs 10 each fully paid up				
Bharti Airtel Limited (Holding Company)	5,050	56%	5,050	56%
Nettle Infrastructure Investment Limited	3,968	44%	3,968	44%

14. Reserves and surplus

- a) **Retained earnings:** Retained earnings represent the amount of accumulated earnings of the Company, re-measurement differences on defined benefits plans and gains / (losses) on common control transactions.
- b) **Additional capital contribution:** Additional capital contribution represents the fair valuation impact of the off-market loans provided by the parent company.
- c) **Capital reserve:** Capital reserve represent excess of amount paid over cost of assets acquired under common control.

15. Borrowing**Non-current**

	As of	
	March 31, 2020	March 31, 2019
Unsecured		
Term loan	3,777	-
	3,777	-
Less: Interest accrued but not due(refer note 16)	(27)	-
Less: Current maturities of long term borrowings	(500)	-
	3,250	-



Nxtra Data Limited
Notes to Financial Statements
(All amounts are in millions of Indian Rupee; unless stated otherwise)

Current

	As of	
	March 31, 2020	March 31, 2019
Unsecured		
Loan from holding company (refer note 28)	3,661	8,268
	3,661	8,268

Analysis of borrowings

The details given below are gross of debt origination cost.

15.1.1 Repayment terms of borrowings

The table below summarises the details of the Company's borrowings based on contractual undiscounted payments.

	As of March 31, 2020				
	Interest rate (range)	Frequency of Installments	Number of Installments outstanding per facility *	Within one year	Between one and two years
Term loans	0.0%	One time	On demand	3,661	-
	8.4% ^	Half yearly	5	500	1,125
				4,161	1,125

*The instalments amount due are equal / equated per se.

^ The borrowing is taken at floating rate of interest.

15.1.2 Unused line of credit

The below table provides the details of un-drawn credit facilities that are available to the Company.

	As of	
	March 31, 2020	March 31, 2019
Unsecured*	12,339	7,732

*Excludes non-fund based facilities

16. Financial liabilities – Others

Non-current

	As of	
	March 31, 2020	March 31, 2019
Lease rent equalisation	-	71
	-	71



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

Current

	As of	
	March 31, 2020	March 31, 2019
Payables against capital expenditure#	557	4,863
Employee payables	27	22
Interest accrued but not due	27	-
Others**	840	1
	1,451	4,886

It includes due to related party (refer note 28).

* It mainly includes provision against certain unclaimed liabilities with respect to customer.

17. Provisions

	As of	
	March 31, 2020	March 31, 2019
Non current		
Gratuity	18	15
Long term service award	1	0
	19	15

	As of	
	March 31, 2020	March 31, 2019
Current		
Gratuity	4	4
Compensated absence	9	8
	13	12

Refer note 23 for movement of provision towards various employee benefits.

18. Trade payables

	As of	
	March 31, 2020	March 31, 2019
Due to Micro and Small enterprises	10	4
Others**	3,351	1,654
	3,361	1,658

*It include amount due to related parties (refer note 28)



Micro, small & medium enterprises development act, 2006 ('MSMED') disclosure

The dues to micro and small enterprises as required under MSMED Act, 2006, based on the information available with the company, is given below:

Sr No	Particulars	For the year ended	
		March 31, 2020	March 31, 2019
1	Principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	10	4
2	Amount of interest paid by the buyer in terms of section 16 of the MSMED ACT 2006, along with the amounts of the payment made to the supplier beyond the appointed day	52	0
3	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 MSMED ACT 2006.	-	-
4	Amount of interest accrued and remaining unpaid at the end of each accounting year;	-	-
5	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.	-	-

19. Other liabilities

Current

	As of	
	March 31, 2020	March 31, 2019
Taxes Payable *	170	105
	170	105

*It mainly pertains to goods & service tax ('GST'), sales tax and other taxes payable.

20. Guarantees, contingencies and commitments

Contingent liabilities and guarantees

(a) Guarantees outstanding as of March 31, 2020 and March 31, 2019 amounting to Rs. 23 and Rs. 51 respectively have been issued by banks and financial institutions on behalf of the Company.

(b) Contingent liabilities as of March 31, 2020 and 2019 are Rs. Nil and Rs. 0.20 respectively.

Capital Commitments

The Company has contracted commitments towards capital expenditure (net of related advance) of Rs 5,114 and Rs 1,260 as of March 31, 2020 and March 31, 2019, respectively.



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

21. Revenue from operations

	For the year ended	
	March 31, 2020	March 31, 2019
Revenue from service		
Service revenue	10,537	8,447
Sale of products	165	71
Other operating revenue		
Lease rental income	152	-
	10,854	8,518

Disaggregation of Revenue

Revenue is disaggregated by geographical market, major products / service lines and timing of revenue recognition are as follows:

Particulars	For the year ended	
	March 31, 2020	March 31, 2019
Geographical Markets		
India	10,472	8,406
Others	230	112
	10,702	8,518
Major Product/ Services lines		
Data centre and managed services	10,537	8,447
Others	165	71
	10,702	8,518
Timing of Revenue Recognition		
Products transferred at a point in time	165	71
Products and services transferred over time	10,537	8,447
	10,702	8,518

Contract Balances

The following table provides information about unbilled revenue and deferred revenue from contract with customers

	As of	
	March 31, 2020	March 31, 2019
Unbilled Revenue (refer note 12)	80	49
Deferred Revenue	88	136



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

Significant changes in the unbilled revenue and deferred revenue balances during the year are as follows:

	For the year ended	
	March 31, 2020	
	Unbilled revenue	Deferred revenue
Revenue recognised that was included in deferred revenue at the beginning of the year		117
Increases due to cash received, excluding amounts recognised as revenue during the year		69
Transfers from unbilled revenue recognised at the beginning of the year to receivables	49	

22. Data centre operating expenses

	For the year ended	
	March 31, 2020	March 31, 2019
Electricity and water	5,794	4,673
Rent	270	392
Repair and maintenance	717	501
Others	572	314
	7,353	5,880

23. Employee benefits expenses

	March 31, 2020	March 31, 2019
Salaries, wages and bonus	160	119
Contribution to provident and other funds	8	7
Staff welfare expenses	12	8
Defined benefit plan/ other long term benefits	7	3
	187	137



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

The details of significant defined benefit obligations are as follows:

	For the Year Ended			
	March 31, 2020		March 31, 2019	
	Gratuity	Compensated absence	Gratuity	Compensated absence
Obligation:				
Obligation as at beginning of the year	19	8	12	5
Current service cost	3	2	2	2
Interest cost	1	1	1	0
Benefits paid	(3)	(1)	(2)	(1)
Transfer	1	1	7	4
Remeasurements	1	(2)	(1)	(2)
Present value of obligation	22	9	19	8
Current portion	4	9	4	8
Non-current portion	18	-	15	-

As at March 31, 2020, expected contribution for the next annual reporting period is Rs. 5

Amount recognised in other comprehensive income

	For the year ended	
	March 31, 2020	March 31, 2019
Losses / (gains) from change in actuarial assumptions	1	(1)
Remeasurements of Liability	1	(1)

Due to its defined benefit plans, the Company is exposed to the following significant risks:

Changes in bond yields - A decrease in bond yields will increase plan liability.

Salary risk - The present value of the defined benefit plans liability is calculated by reference to the future salaries of the plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The financial (per annum rates) and demographic assumptions used to determine defined benefit obligations are as follows:

	March 31, 2020	March 31, 2019
Discount Rate	6.90%	7.65%
Rate of salary increase	7.50%	7%
Rate of attrition	10% to 29%	21% to 36%
Retirement age	58	58



Sensitivity analysis

The Company regularly assesses these assumptions with the projected long-term plans and prevalent industry standards.

The impact of sensitivity due to changes in the significant actuarial assumptions on the defined benefit obligations is given in the table below:

For the year ended March 31, 2020	Change in assumption	As of	
		March 31, 2020 Gratuity	March 31, 2019 Gratuity
Discount Rate	+1%	(0)	(1)
	-1%	0	1
Salary Growth Rate	+1%	0	1
	-1%	(0)	(1)

The above sensitivity analysis is determined based on a method that extrapolates the impact on the net defined benefit obligations, as a result of reasonable possible changes in the significant actuarial assumptions. Further, the above sensitivity analysis is based on a reasonably possible change in a particular underlying actuarial assumption, while assuming all other assumptions to be constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

The table below summarises the maturity profile and duration of the gratuity liability:

	As of	
	March 31, 2020	March 31, 2019
Within one year	4	4
Within one - three years	8	7
Within three - five years	7	5
Above five years	2	2
	21	18
Weighted average duration (in years)	5.29	3.68

24. Other expenses

	March 31, 2020	March 31, 2019
Legal & professional charges#	28	29
Sales & marketing expense	20	18
Provision for doubtful debts	89	59
Cost of goods sold	154	100
Bad debt written off	12	0
Repair and maintenance	113	171
Security expenses	46	27
Charity & donation^	28	-
Others*	36	99
	526	503



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

#Details of Auditor's remuneration (excluding GST) included in legal and professional charges:

	As of	
	March 31, 2020	March 31, 2019
Audit fee	2	1
Reimbursement of expenses	0	0
	2	1

^As per the requirements of section 135 of the Companies Act, 2013, the Company is required to spend an amount of Rs. 9 and Rs. 2 for the year ended March 31, 2020 and 2019 on corporate social responsibility expenditure. During the year ended March 31, 2020 and 2019 the company has spent in cash Rs. 11.3 and Nil towards education.

*It mainly represent rent, rates fees & taxes and customer care expenses.

25. Depreciation and amortisation expense

	For the year ended	
	March 31, 2020	March 31, 2019
Depreciation (including on ROU)	1,798	1,241
Amortisation	-	1
	1,798	1,242

26. Finance costs and income

	For the year ended	
	March 31, 2020	March 31, 2019
Finance costs		
Interest expense	104	-
Interest expense- lease	99	-
Other finance charges	3	0
	206	0
Finance income		
Net exchange gain	20	2
Interest income	12	-
	32	2

27. Earnings per share('EPS')

	For the year ended	
	March 31, 2020	March 31, 2019
Weighted average shares outstanding ('000) for basic / diluted EPS	9,018	9,018
Profit for the year	712	475



28. Related Party Transactions

List of related parties

(i) Parent Company

Bharti Airtel Limited

(ii) Ultimate controlling entity

Bharti Enterprises (Holding) Private Limited. It is held by private trusts of Bharti family, with Mr. Sunil Bharti Mittal's family trust effectively controlling the said company.

(iii) Fellow Subsidiaries

Bharti Airtel (HK) Limited
Bharti Airtel International (Netherlands) B.V.
Bharti Airtel Services Limited
Bharti Hexacom Limited
Bharti Infratel Limited
Bharti Telemedia Limited
Indo Teleports Limited
Airtel Digital Limited (formerly known as Wynn Limited)
Airtel Congo S.A.
Airtel Network Kenya Limited
Airtel Networks Limited
Airtel Tanzania Limited
Airtel Uganda Limited
Airtel Madagascar S.A.
Airtel Malawi Limited
Airtel Congo (RDC) S.A.
Airtel Gabon S.A.
Celtel Niger S.A.
Airtel Networks Zambia Plc
Airtel (Seychelles) Limited
Airtel Rwanda Limited
Airtel Tchad S.A.

(v) Entities where parent have significant influence

Joint Venture

Indus Tower Limited

Associate

Airtel Payments Bank Limited (w.e.f from October 25, 2018)

(vi) Other related parties*

Bharti Realty Limited (formerly Bharti Realty Private Limited)

Bharti Realty Holdings Limited

Bharti Axa Life Insurance Company Limited

Nile Tech Limited (merged with Bharti Realty Limited w.e.f. 4 December 2019)



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

BSB Portal Limited
Hike Private Limited
Brightstar Telecommunication India Limited
Deber Technologies Private Limited
Bharti Land Limited

(vii) Key Management Personnel

Krishnan Vidyasagar (upto December 12, 2019)

Rajesh Tapadla (w.e.f from December 13, 2019)

* **Other Related parties'** though not 'Related Parties' as per the definition under Ind AS 24, "Related party disclosures" have been included by way of a voluntary disclosure, following the best corporate governance practice.

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Nxtra Data Limited
Notes to Financial Statements
(All amounts are in millions of Indian Rupee; unless stated otherwise)

The summary of transactions with the above mentioned parties is as follows:

	For the Year ended					
	March 31, 2020			March 31, 2019		
	Parent Company	Fellow Subsidiaries	Entities where parent have significant influence and Other related party	Parent Company	Fellow Subsidiaries	Entities where parent have significant influence and Other related party
Rendering of services	9,907	292	65	7,833	208	46
Receiving of services	551	2	94	362	-	-
Fund transferred/Expenses incurred on behalf of others	-	-	-	8	-	-
Expenses incurred on behalf of the Company	3,761	-	78	48	-	118
Loans taken	13,167	-	-	6,730	-	-
Repayment of loans taken	17,774	-	-	2,403	-	-
Purchase of business	-	-	-	3,245	1	-
Purchase of assets	-	-	-	1,033	-	-
Guarantees and collaterals given on behalf of others (Including Performance guarantees)	11	-	-	-	-	-

The significant transactions with fellow subsidiaries are as follows: -

	As of	
	March 31, 2020	March 31, 2019
Rendering of services		
Fellow Subsidiaries		
Bharti Hexacom Limited	94	55
Bharti Telemedia Limited	55	58
Bharti Infratel Limited	35	27



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

The outstanding balances of the above mentioned related parties are as follows:

	Parent Company	Fellow Subsidiaries	Entities where parent have significant influence and Other related party
As of March 31, 2020			
Trade Payables	1,159	-	19
Trade receivables	-	445	43
Borrowings	3,661	-	-
Other financial liabilities	-	-	-
Security deposit (asset)	-	-	58
As of March 31, 2019			
Trade payables	-	0	-
Trade receivables	4,609	328	5
Borrowings	8,268	-	-
Other financial liabilities	4,278	-	-
Security deposit (asset)	-	-	51

Outstanding balances at period end are un-secured and settlement occurs in cash.

KMP are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director, whether executive or otherwise. Remuneration to key management personnel were as follows:

	For the year ended	
	March 31, 2020	March 31, 2019
Short-term employee benefits	12	5
Performance linked incentive ('PLI')#	2	2
Post-employment benefits	1	0
	15	7

Value of PLI considered above represents incentive at 100% performance level. However, same will be paid on the basis of actual performance parameters in next year. During the year ended March 31, 2020, PLI of Rs. 2 (March 31, 2019: Rs 2) pertaining to previous year has been paid.

As the liabilities for the gratuity and compensated absences are provided on an actuarial basis, and calculated for the Company as a whole rather than each of the individual employees, the said liabilities pertaining specifically to KMP are not known and hence, not included in the above table.



29. Leases

Impact of adoption of Ind AS 116 where the Company is a lessee

The adoption of the said change in accounting policy affected the following items in the Balance Sheet on April 1, 2019:

	As of April 1, 2019
Leasehold land	(470)
Right-of-use assets	1,524
Deferred tax assets	51
Lease liabilities	(1,299)
Other non-current liabilities	71
Decrease in equity	(123)

Impact of adoption of Ind AS 116 where the Company is a lessor

The Company did not have any material Impact due to transition to Ind AS 116.

Company as a lessee

Right-of-use assets ('ROU')

The following table presents the reconciliation of changes in the carrying value of ROU assets for the year ended March 31, 2020:

	Building	Leasehold land	Total
Balance as at April 1, 2019	1,054	470	1,524
Additions	-	-	-
Depreciation / amortisation expense	(195)	(5)	(200)
Balance as at March 31, 2020	859	465	1,324

- Building

The Company's leases of building comprise of lease on which data center is built.

- Leasehold land

The Company's leases of land comprise of land taken on lease on which data center is built.

Amounts recognised in profit or loss

Leases under Ind AS 116

**For the year ended
March 31, 2020**

Interest on lease liabilities	99
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Amounts recognised in statement of cash flows

Leases under Ind AS 116

**For the year ended
March 31, 2020**

Total cash outflow for leases	186
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The reconciliation of operating lease commitments disclosed as at March 31, 2019 to lease liabilities recognised as at April 1, 2019 is given below.

Operating lease commitment at March 31, 2019	1,638
Discounted using the incremental borrowing rate at April 1, 2019	1,299
Lease liabilities recognised at April 1, 2019	1,299

When measuring lease liabilities for leases that were classified as operating leases, the Company discounted lease payments using its incremental borrowing rate at April 01, 2019. The weighted-average pre-tax rate applied is 8.3%.

The Company has made use of the following practical expedients available on transition to Ind AS 116: (a) used a single discount rate to a portfolio of leases of similar assets in similar economic environment, (b) relied on previous assessments that none of the leases were onerous and concluded that there is no need for impairment review and (c) used hindsight in determining the lease term where the contracts contained options to extend or terminate the lease.

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be paid after the reporting date.

Leases under Ind AS 116

**For the year ended
March 31, 2020**

Not later than one year	289
Later than one year but not later than five years	927
Later than five years	138
	1,354

Company as a lessor- operating lease

The Company enters into arrangements wherein the right to use the data centre (mainly pertains to building, P&M and other assets) is given over the substantial part of the asset life. However, as the title to the assets and the significant risks associated with the operation and maintenance of these assets remains with the Company, such arrangements are recognised as operating lease. The contracted price is recognised as revenue during the tenure of the agreement.



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

Amount recognised in profit or loss

Leases under Ind AS 116

March 31, 2020

Not later than one year

152

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date.

Operating leases under Ind AS 116	As at March 31, 2020
Less than one year	343
One to two years	354
Two to three years	364
Three to four years	375
Four to five years	387
More than five years	4,318
	6,141

30. Financial and capital risk

30.1 Financial risk

The business activities of the Company expose it to a variety of financial risks, namely market risks (that is, foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. The Company's risk management focus on the un-predictability of these elements and seek to minimize the potential adverse effects on its financial performance.

The financial risk management for the Company is driven by the Company's senior management ('CSM'), in close co-ordination with the operating entities and internal / external experts subject to necessary supervision. The Company does not undertake any speculative transactions either through derivatives or otherwise. The CSM are accountable to the Board of Directors ('BOD') and Audit Committee. They ensure that the Company's financial risk-taking activities are governed by appropriate financial risk governance frame work, policies and procedures. The BOD periodically reviews the exposures to financial risks, and the measures taken for risk mitigation and the results thereof.

(i) Foreign currency risk

Foreign exchange risk arises on all recognised monetary assets and liabilities, and any highly probable forecasted transactions, which are denominated in a currency other than the functional currency of the Company. The Company has foreign currency trade payables and receivables. Foreign exchange exposure arises from trade receivables and trade payables denominated in foreign currencies.

The foreign exchange risk management policy of the Company requires it to manage the foreign exchange risk by transacting as far as possible in the functional currency. Moreover, the Company monitors the movements in currencies in which the vendors are payable and manage any related foreign exchange risk,



which inter-alia include entering into foreign exchange derivative contracts - as considered appropriate and whenever necessary.

Foreign currency sensitivity

The impact of foreign exchange sensitivity on profit for the year and other comprehensive income is given in the table below:

	Change in currency exchange rate	Effect on profit before tax	Effect on equity (OCI)
For the year ended March 31, 2020			
US Dollars	+5%	14	-
US Dollars	-5%	(14)	-
For the year ended March 31, 2019			
US Dollars	+5%	14	-
US Dollars	-5%	(14)	-

The sensitivity disclosed in the above table is mainly attributable to, in case of foreign exchange gains / (losses) on translation of USD denominated trade and other receivables and trade and other payables.

The above sensitivity analysis is based on a reasonably possible change in the underlying foreign currency against the respective functional currency while assuming all other variables to be constant.

Based on the movements in the foreign exchange rates historically and the prevailing market conditions as at the reporting date, the Company's management has concluded that the above mentioned rates used for sensitivity are reasonable benchmarks.

(ii) Interest rate risk

As the Company does not have exposure to any floating-interest bearing assets, or any significant long-term fixed-interest bearing assets, its interest income and related cash inflows are not affected by changes in market interest rates. Consequently, the Company's interest rate risk arises mainly from borrowings.

Borrowings

Borrowings with floating and fixed interest rates expose the Company to cash flow and fair value interest rate risk respectively. However, the short-term borrowings of the Company do not have a significant fair value or cash flow interest rate risk due to their short tenure. Accordingly, the components of the debt portfolio are determined by the CSM in a manner which enables the Company to achieve an optimum debt-mix basis its overall objectives and future market expectations.



The Company monitors the Interest rate movement and manages the interest rate risk based on its risk management policies, which inter-alia include entering into interest swaps contracts - as considered appropriate and whenever necessary.

Interest rate sensitivity of borrowings

The impact of the interest rate sensitivity on profit before tax is given in the table below:

Interest rate sensitivity	Increase / decrease in basis points	Effect on profit before tax
For the year ended March 31, 2020		
INR - borrowings	+100	(38)
	-100	38
For the year ended March 31, 2019		
INR - borrowings	+100	-
	-100	-

(iii) Credit risk

Credit risk refers to the risk of default on its obligation by the counter-party, the risk of deterioration of credit-worthiness of the counter-party as well as concentration risks of financial assets, and thereby exposing the Company to potential financial losses.

The Company is exposed to credit risk mainly with respect to trade receivables.

Trade receivables

The trade receivables of the Company are typically non-interest bearing un-secured and derived from sales made to a number of independent customers including group entities. Majority of the revenue is earned from the related parties (refer note 28). The credit period provided by the Company to its customers generally ranges between 0-90 days.

For details of trade receivables from related-parties, refer note 28.

The Company uses a provision matrix to measure the expected credit loss of trade receivables, which comprise a very large numbers of small balances. Refer Note 10 for details on the impairment of trade receivables. Based on the industry practices and the business environment in which the entity operates, management considers that the trade receivables are credit impaired if the payments are more than 90 days past due.



Nextra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

	Neither past due nor impaired (excluding unbilled)	Past due but not impaired				Total
		Less than 30 days	30 to 60 days	60 to 90 days	above 90 days	
Trade Receivables as of March 31, 2020	139	459	122	173	351	1,244
Trade Receivables as of March 31, 2019	1,407	1,116	856	385	2,170	5,934

The Company performs on going credit evaluations of its customers' financial condition and monitors the Credit worthiness of its customers to which it grants credit in the ordinary course of business. Consequently, the allowance for impairment of trade receivables is created to the extent and as and when required, based upon the expected collectability of accounts receivables.

(iv) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Accordingly, as a prudent liquidity risk management measure, the Company closely monitors its liquidity position and deploys a robust cash management system. To manage liquidity risk, the company monitors its net operating cash flows and maintains an adequate level of cash and cash equivalents to finance the Company's operation and mitigate the effects of fluctuations in cash flows. Refer note 15.1.2 for unused line of credit.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments: -

Particulars	As of March 31, 2020						Total
	Carrying amount	On Demand	Less than 6 months	6 to 12 months	1 to 2 years	> 2 years	
Borrowings*	7,438	3,661	159	642	1,346	2,218	8,026
Other financial liabilities*	1,424	-	1,424	-	-	-	1,424
Trade payables	3,361	-	3,361	-	-	-	3,361
Lease liability	1,113	-	144	145	301	764	1,354
Financial liabilities	13,336	3,661	5,088	787	1,647	2,982	14,165

Particulars	As of March 31, 2019						Total
	Carrying amount	On Demand	Less than 6 months	6 to 12 months	1 to 2 years	> 2 years	
Borrowings	8,268	8,268	-	-	-	-	8,268
Other financial liabilities	4,957	-	4,886	-	-	71	4,957
Trade payables	1,658	-	1,658	-	-	-	1,658
Financial liabilities	14,883	8,268	6,544	-	-	71	14,883



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

*It includes contractual interest payment based on interest rate prevailing at the end of the reporting period.

#Interest accrued but not due has been included in interest bearing borrowings and excluded from other financial liabilities.

The following table provides the reconciliation of liabilities whose net cash flow movements are disclosed as part of financing activities of statement of cash flows:

	April 1 '2019	Cash flows	Interest exp	Non cash changes	March 31' 2020
Borrowings	8,268	(857)	-	-	7,411
Interest accrued but not due	-	(179)	206	-	27

	April 1 '2018	Cash flows	Interest exp	Non cash changes	March 31' 2019
Borrowings	3,941	4,327	-	-	8,268

30.2 Capital Risk

The Company's objective while managing capital is to safeguard its ability to continue as a going concern (so that it is enabled to provide returns and create value for its shareholders, and benefits for other stakeholders), support business stability and growth, ensure adherence to the covenants and restrictions imposed by lenders and / or relevant laws and regulations, and maintain an optimal and efficient capital structure so as to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may issue new shares, etc.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements.

The Company monitors capital using a gearing ratio calculated as below:

	As of	
	March 31, 2020	March 31, 2019
Borrowings	7,411	8,268
Less: Cash and Cash Equivalents	46	41
Net Debt	7,365	8,227
Equity	1,056	468
Total Capital	1,056	468
Capital and Net Debt	8,421	8,695
Gearing Ratio	87%	95%

31. COVID-19

Covid 19 pandemic has resulted in a nationwide locked down with restrictions imposed on movement of people and goods. Consequently, the Company formulated a robust Business Continuity Plan to ensure that its operations are not disrupted. The Company has considered a range of possible scenarios to understand potential outcomes on its business and plan appropriately.



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

A detail assessment has been carried out by the Company with regards to impact on revenue and costs. Impact due to any extended credit terms, cancelled orders, change in contractual terms, price concession request, onerous obligations etc. were comprehensively evaluated for any risk due to Covid-19 on revenue recognized and collectability thereof and no material impact has been noted. The Company has not experienced any loss of significant customer on account of force majeure clauses in the revenue contracts. Besides, the Company has also assessed its other arrangements, including leasing arrangements and no changes in terms of those arrangements are expected due to COVID-19.

The Company has also re-assessed its financial risk management policies and impact of any change on the related disclosures in the financial statements, on counterparty credit risk, liquidity risk and foreign currency risk and no material impact has been noted.

Accordingly, there is no material impact on the financial statements for the year ended March 31, 2020.

32. Fair Value of financial assets and liabilities

The category wise details as to the carrying value and fair value of the Company's financial Instruments are as follows:

Level	Carrying value as of		Fair value as of	
	31 March 2020	31 March 2019	31 March 2020	31 March 2019
Financial assets				
FVTPL				
Investments	Level 2	4	4	4
Amortised cost				
Security deposits		226	226	224
Trade receivables		1,244	1,244	5,934
Cash and cash equivalents		46	46	41
Other financial assets		80	80	49
		<u>1,600</u>	<u>1,600</u>	<u>6,252</u>
Financial liabilities				
Amortised cost				
Borrowings		7,411	7,411	8,268
Trade payables		3,361	3,361	1,658
Other financial liabilities		1,451	1,451	4,957
		<u>12,223</u>	<u>12,223</u>	<u>14,883</u>

The carrying value of trade receivables, trade payable, short term borrowings, floating-rate long-term borrowings, other current financial assets and liabilities approximate their fair value mainly due to the short-term maturities of these instruments.



Nxtra Data Limited
Notes to Financial Statements

(All amounts are in millions of Indian Rupee; unless stated otherwise)

The following table describes the key inputs used in the valuation (basis discounted cash flow technique) of level 2 financial assets as of March 31, 2020 and March 31, 2019:

Financial assets	Inputs used
Investments	prevailing interest rates in market , interest rate

During the year ended March 31, 2020 and 2019, there were no transfers between Level 1 and Level 2 fair value measurements. None of the financial assets and financial liabilities are in Level 3.

