



## **BOARD'S REPORT**

Dear Members,

Your Directors have pleasure in presenting the tenth (10<sup>th</sup>) Board Report on the Company's business and operations, together with audited financial statements and accounts for the financial year ended March 31, 2023.

### **Business review**

The financial year 2023 has been a landmark year for Nxtra Data Limited ("Nxtra"). Your company continues to grow strongly and provide world class services to its customers. The team ensured that all the data centers and edge locations were running unhindered 24X7. Your Company understands that data centre industry is going to see significant growth in the forthcoming years, having strong demand across customer segments. Keeping in view the impending growth your company continued looking for opportunity for development and was able to deliver Chennai DC 2 (phase 2), and further expansion in Pune DC 2 and Mumbai DC 1 (Fusion). Your company also started full-fledged construction of Pune DC 3 (4MW), Mumbai DC 3 (Mahape), Kolkata DC, and Pune DC 4.

Nxtra has embarked on its ESG journey, adopting the global best ESG practices and amplifying long-term value creation for its stakeholders. Your company considers climate change as one of the most critical emerging risk. In the path towards carbon neutrality, we are aggressively increasing renewable energy share and enhancing energy conservation measures to reduce dependency on fossil fuels. Your company have an ambition to reach net zero by 2031 and also continues to work on optimizing cost through long term sustainable renewable power sourcing for its key MSC and DC locations. This will help improve overall operational efficiency of the business and achieve sustainable business operations. Your company strengthens its green energy footprint with the commissioning of Solar and Wind power plants in various states with total renewable energy capacity of 50 MW. Your company has become the first data center company in India to commission the Fuel Cell technology based captive plant for providing cleaner energy for our data centre in the state of Karnataka.

Nxtra by Airtel continues to deliver on the brand promise of customer obsession. Your company is focusing on building brand awareness and equity through PR and Media, Social amplification, industry events, bespoke data center tour events, and digital campaigns. Your company had won multiple industry awards last year for our agile colocation services and ESG initiatives.

Your company continues to focus on getting marquee brands, building new capacities and improving productivity at its existing DC and MSC location.

### **Financial results**

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

Particulars	(In Rupees Million)	
	FY 2022-23	FY 2021-22
Income including Other Income	16,410	13,673
Profit/(Loss) before Finance Expenses, Depreciation & Amortisation and Taxation	6,584	5,821
Finance Expenses (Net)	259	229
Depreciation & Amortisation expense	3,365	2,455

Profit/(Loss) before Tax	2,960	3,137
Tax Expenses (current tax & deferred tax)	759	753
Net Profit/(Loss) after Tax	2,201	2,384

### Change in the Nature of Business

There was no change in the nature of business of the Company during the financial year ended on March 31, 2023.

### 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, 2023 and the date of the Board's Report i.e. May 19, 2023.

### Share capital

During the year, there was an allotment of 2,854,461 equity shares of INR 10/- each upon conversion of 1,78,80,000 Non-Cumulative 0.0001% Compulsorily Convertible Preference Shares ("CCPS") of INR 1,000/- each on preferential / private placement basis to CA Cloud Investments (formerly, Comfort Investments II).

Post aforementioned conversion, the issued, subscribed and paid-up share capital of the Company stands at Rs. 118,723,280 /- divided into 11,872,328 equity shares of Rs. 10/- each at par.

During the year, Nettle Infrastructure Investments Limited amalgamated with Bharti Airtel Limited upon approval of the Composite scheme of arrangement between Nettle Infrastructure Investments Limited ('Nettle'), Telesonic Networks Limited ('Telesonic') and their respective shareholders and Bharti Airtel Limited as approved by Hon'ble National Company Law Tribunal, Chandigarh Bench effective from February 01, 2023. By virtue of such amalgamation, the direct equity shareholding of Bharti Airtel Limited in the Company increased from 43% to 75.96%.

### Transfer to reserves

The Company has not transferred any amount to reserves for the financial year ended March 31, 2023.

### 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 and notified by the Ministry of Corporate Affairs.

### Dividend

The Board of Directors of the Company do not recommend any dividend for the financial year 2022-23.

### 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, 2023, your Company does not have any subsidiary/Joint Venture/Associate Company.

## 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 2022-23.

S. No.	Name of the Directors	Designation	Effective Date of Appointment/Re-Appointment/ Cessation
1.	Gary Wojtaszek	Independent Director	Appointed w.e.f. July 10, 2022
2.	Rajesh Tapadia	Whole-Time Director & COO	Change in Designation w.e.f. September 01, 2022
3.	Ashish Arora	Whole-Time Director & CEO	Appointment w.e.f. September 01, 2022
4.	Ajay Chitkara	Director	Re-appointment w.e.f. September 22, 2022
5.	Aruna Pidikiti	Director	Re-appointment w.e.f. September 22, 2022

### Directors retiring by rotation

In terms of Section 152 of the Companies Act, 2013, Harjeet Singh Kohli, Director being longest in the office shall retire at the ensuing AGM and being eligible for re-appointment, offers himself for re-appointment.

### Appointments/Resignations of the Key Managerial Personnel

During the year, the designation of Rajesh Tapadia was changed from Whole-time Director & Chief Executive Officer to Whole-time Director & Chief Operating Officer of the Company, w.e.f. September 01, 2022 and Ashish Arora was appointed as the Whole-time Director & Chief Executive Officer of the Company in his place w.e.f. the same date.

### Number of board meetings held during the financial year 2022-23:-

During the financial year 2022-23, the Board met 5 (five) times i.e. on May 30, 2022, June 21, 2022, August 04, 2022, November 09, 2022 and February 10, 2023. 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 2022-23, are given below:

Name of Director	Director Identification Number (DIN)	Category	No. of Board Meetings attended (total held)
Gary Wojtaszek <sup>1</sup>	09658718	Independent Director	3(3)
Rajesh Tapadia	08391891	Whole-time Director & COO	5(5)
Neeraj Bhardwaj	01314963	Director	4(5)
Kapil Modi	07055408	Director	5(5)
Ajay Chitkara	08977367	Director	4(5)
Aruna Pidikiti	08976601	Director	4(5)
Harjeet Singh Kohli	07575784	Director	4(5)
Vani Venkatesh	08212186	Director	3(5)
Ashish Arora <sup>2</sup>	09692591	Whole-time Director and CEO	2(2)

<sup>1</sup>Gary Wojtaszek was appointed as Additional Director (Independent) w.e.f. July 10, 2022.

<sup>2</sup>Ashish Arora was appointed as Whole-time Director & CEO w.e.f. September 01, 2022.

## Committees of the Board

### Audit Committee

The Committee consists of the following members as on May 19, 2023:

Harjeet Singh Kohli - Chairperson  
Kapil Modi  
Vani Venkatesh

During the financial year 2022-23, the members of the Audit Committee met 4 (four) times i.e. on May 30, 2022, August 04, 2022, November 09, 2022 and February 10, 2023.

The Composition and the attendance of the members of the Committee at the meetings held during FY 2022-23, are given below:

Name of Director	Category	No. of Committee Meetings attended (total held during the tenure)
Harjeet Singh Kohli -Chairperson	Director	3(4)
Kapil Modi	Director	4(4)
Vani Venkatesh	Director	2(4)

### Nomination and Remuneration Committee

The Committee consists of the following members as on May 19, 2023:

Ajay Chitkara - Chairperson  
Harjeet Singh Kohli  
Neeraj Bharadwaj

During the financial year 2022-23, the members of the Nomination and Remuneration Committee met 3 (three) times i.e. on May 30, 2022, August 04, 2022, and February 10, 2023.

The Composition and the attendance of the members of the Committee at the meetings held during FY 2022-23, are given below:

Name of Director	Category	No. of Committee Meetings attended (total held during the tenure)
Ajay Chitkara -Chairman	Director	3(3)
Harjeet Singh Kohli	Director	2(3)
Neeraj Bharadwaj	Director	3(3)

### Corporate Social Responsibility (CSR) Committee

The Committee consists of the following members as on May 19, 2023:

Vani Venkatesh - Chairperson  
Harjeet Singh Kohli  
Kapil Modi

During the financial year 2022-23, the members of the Corporate Social Responsibility Committee met two times i.e. on 2 (two) times i.e. on May 30, 2022 and November 09, 2022.

The Composition and the attendance of the members of the Committee at the meetings held during FY 2022-23, are given below:

Name of Director	Category	No. of Committee Meetings attended (total held during the tenure)
Harjeet Singh Kohli	Director	2(2)
Kapil Modi	Director	2(2)

Vani Venkatesh	Director	0(2)
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### Committee of Directors

The Committee consists of the following members as on May 19, 2023:

Harjeet Singh Kohli – Chairperson  
Ajay Chitkara  
Ashish Arora  
Rajesh Tapadia  
Vani Venkatesh

During the financial year 2022-23, the members of the Committee met four times i.e. on May 30, 2022, August 30, 2022, November 09, 2022 and February 10, 2023.

The Composition and the attendance of the members of the Committee at the meetings held during FY 2022-23, are given below:

Name of Director	Category	No. of Committee Meetings attended (total held during the tenure)
Harjeet Singh Kohli	Director	2(4)
Ajay Chitkara	Director	3(4)
Ashish Arora <sup>1</sup>	Whole-time Director & CEO	2(2)
Rajesh Tapadia	Whole-time Director & COO	3(4)
Vani Venkatesh	Director	2(4)

<sup>1</sup>Ashish Arora was appointed as the member of the Committee w.e.f. November 09, 2022.

### Declaration by Independent Director

Pursuant to the provisions of Section 149 of the Act, the Independent Director of the Company has given the declarations to the Company that he meets the criteria of independence as provided under Section 149(6) of the Act read along with Rules framed thereunder is not disqualified from continuing as an Independent Director of the Company.

Further, in compliance with Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, the Independent Director of the Company has registered himself with the Indian Institute of Corporate Affairs (IICA).

Based on the disclosures received, the Board is of the opinion that, the Independent Director fulfils the conditions specified in the Act and is independent of the management and is satisfied with integrity, expertise and experience (including the proficiency) of the independent director of the Company.

### 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 2022-23.

## 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 2022-23, the Company has spent Rs. 43 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 – A** to this report.

## Nomination & Remuneration Policy

In compliance with the provisions of Section 178 of the Companies Act, 2013, rules made thereunder, the Board of Directors on the recommendation of Nomination & Remuneration Committee has approved and adopted the Nomination and Remuneration Policy. The Nomination and Remuneration Policy is annexed as **Annexure – B** to this report.

## Board Evaluation

The Nomination and Remuneration Committee has put in place a robust framework for evaluation of the board, board-committees and individual directors. Customized questionnaires were circulated, responses were analyzed and the results were subsequently discussed by the Board.

All directors participated in the evaluation process. The result of evaluation was discussed in the respective committee meetings. Recommendations arising from the evaluation process were considered by the Board to optimize its effectiveness.

## 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 re-appointed as the Statutory Auditors of the Company in the Annual General Meeting held on September 22, 2022, for a further period of 5 years (second term) i.e. till the conclusion of the 19<sup>th</sup> AGM.

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. Further, the Auditor's has not reported any fraud in terms of Section 143(12) of Companies Act, 2013.

### Secretarial Audit Report

The Company had appointed MMJB Associates, Company Secretaries, to conduct its Secretarial Audit for the financial year ended March 31, 2023. The Secretarial Auditors have submitted their report, confirming compliance by the Company of all the provisions of applicable corporate laws.

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

### Annual Return

The Annual Return of the Company as on March 31, 2023 in Form MGT-7 in accordance with Section 92(3) of the Act read with the Companies (Management and Administration) Rules, 2014, is available on the website of the Company at [www.nxtradata.in](http://www.nxtradata.in).

### Particulars of loans, guarantees or investments under section 186

Particulars of investments, loans and guarantees form part of note no. 6 of the financial statements provided in the Annual Report.

### Related Party Transactions

All arrangements/ transactions entered into by the Company with its related parties during the year were in the ordinary course of business and on an arm's length basis. 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 the prescribed form AOC-2 which is annexed as **Annexure - D** 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 – E** to this report and forms part of this report.

### Employees Stock Option Plan

Your Company has always believed in motivating employees and rewarding them for their continuous hard work, dedication and support, which has led the Company on the growth path. In view of the above, the Company currently has the Nextra Employee Stock Option Plan 2022:

The details of the Employee Stock Options as per Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 is attached 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.

#### **Disclosure about Cost Audit**

During the period under review, the provision of maintenance of cost audit records and filing of the same is not applicable to the Company.

#### **Details of application made or proceeding pending under Insolvency and Bankruptcy Code 2016**

During the year under review, there were no applications made or proceedings pending in the name of the Company under the Insolvency and Bankruptcy Code, 2016.

#### **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: May 19, 2023  
Place: New Delhi**

**Sd/-  
Harjeet Singh Kohli  
Director  
DIN: 07575784  
Address: A5/805 Sahara  
Grace, Sector 28, Mehrauli  
Gurgaon Road, Gurgaon,  
Haryana – 122001**

**Sd/-  
Ashish Arora  
Whole-time Director and CEO  
DIN: 09692591  
Address: House No-272,  
Tatvam Villa, Sector-48,  
Gurugram South City- II,  
Gurugram**



### Annual CSR Report for FY 2022-23

#### 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.

##### **Company's focus areas under CSR:-**

1. Promoting education for underprivileged sections of the society (school/college/technical/vocational)
2. Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports;
3. Contribution to the Prime Minister's National Relief Fund;
4. Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
5. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government
6. Rural development projects.
7. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water;

##### Overview of projects or programs proposed to be undertaken:

The Company believe that quality education is the most powerful tool for socio-economic transformation of a country. It not only eradicates poverty but also ensures equity among people. Therefore Company's CSR and welfare activities is committed to create and support programs that bring about sustainable changes through education and use of technology and ensure:

- Accessibility and quality of education for all, in particular for underprivileged children from disadvantaged and marginalized communities.
- Education and training opportunities to the youth of our country in order to make them employable.

#### 2. Composition of the CSR Committee as on March 31, 2023:-

S. No.	Name of Director	Designation /Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Vani Venkatesh	Chairperson, Non-executive Director	2	0
2.	Harjeet Singh Kohli	Member, Non-executive Director	2	2
3.	Kapil Modi	Member, Non-executive Director	2	2

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

-www.nxtradata.com

4. Provide the executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).

- Not Applicable

5.

(INR Millions)

(a) Average net profit of the company as per section 135(5)	2147
(b) Two percent of average net profit of the company as per section 135(5)	43
(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years	Nil
(d) Amount required to be set off for the financial year, if any	Nil
(e) Total CSR obligation for the financial year (b + c – d ).	43

6.

(a) Amount spent on CSR Projects:	
(i) Ongoing Project	Nil
(ii) Other than ongoing Project	43
(b) Amount spent in Administrative Overheads	Nil
(c) Amount spent on Impact Assessment, if applicable	Nil
(d) Total amount spent for the Financial Year [ (a)+(b)+(c) ]	43

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (In INR Millions)	Amount Unspent (In INR Millions)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
43	-	-	-	-	-

(f) Excess amount for set off, if any

S. No.	Particular	Amount (INR Millions)
(i)	Two percent of average net profit of the company as per section 135(5)	43
(ii)	Total amount spent for the Financial Year	43
(iii)	Excess amount spent for the financial year ((ii)-(i))	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years ((iii)-(iv))	-

7. Details of Unspent CSR amount for the preceding three financial years: **Not Applicable**

S. No	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Balance amount in unspent CSR amount under section 135(6) (in Rs.)	Amount spent in the Financial Year (in `)	Amount transferred to a fund as specified under Schedule VII as per section 135(5), if any		Amount remaining to be spent in succeeding financial years (in Rs.)	Deficiency, if any
					Amount (in Rs.)	Date of transfer		
1	FY-1							
2	FY-2							
3	FY-3							
	<b>TOTAL</b>							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **Not Applicable**

~~Yes / No~~

~~If Yes, enter the number of Capital assets created / acquired:~~

~~Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:~~

Sl. No	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
1	2	3	4	5	6		
					CSR Registration Number, if applicable	Name	Registered address

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). **Not Applicable**

For and on behalf of the Board  
Nxtra Data Limited

Sd/-

Sd/-

Date: May 19, 2023  
Place: New Delhi

Vani Venkatesh  
Chairperson,  
CSR Committee  
DIN: 08212186  
Address: D-1103, Palm Springs,  
Golf Course Road, Gurugram-  
121104

Ashish Arora  
Whole-time Director and CEO  
DIN: 09692591  
Address: House No-272,  
Tatvam Villa, Sector-48,  
Gurugram South City- II,  
Gurugram- 122018

## **NOMINATION & REMUNERATION POLICY**

### **Preamble**

The Board of Directors (the “Board”) on the recommendation of the Nomination & Remuneration Committee (the “Committee”) has approved and adopted this Nomination, Remuneration Policy (the “Policy”) in compliance with the provisions of Section 178 of the Companies Act, 2013 and rules made thereunder.

### **Objectives**

The main objectives of this Policy are:-

- To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become directors (executive and non-executive including Independent directors), Key Managerial Personnel (“KMP”) and persons who may be appointed in senior management positions.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage for the Company.
- To determine remuneration of directors, KMPs and other Senior Management Personnel, keeping in view all relevant factors including industry trends and practices.
- To provide for rewards linked directly to their effort, performance, dedication and achievement of Company’s targets.
- To lay down criteria for determining the Company’s approach to ensure adequate diversity in its Board.

### **A. Attributes, qualifications and diversity**

#### **Directors and Key Managerial Personnel**

The Committee shall be responsible for identifying a suitable candidate for appointment as director or as KMP of the Company.

The Board shall consist of such number of Directors as is necessary to effectively manage the Company of the size and nature as of Nxtra Data Limited, subject to compliance with the provisions of Companies Act, 2013 and Articles of Association of the Company. The Board shall strive to have an appropriate combination of Executive, Non-Executive and Independent Directors and and Woman Director(s).

While evaluating a person for appointment / re-appointment as director or as KMP, the Committee shall consider and evaluate number of factors including but not limited to background, knowledge, integrity, skills, abilities (ability to exercise sound judgement), professional experience, education, cultural and geographical background, personal accomplishment, profession, nationality, gender, race, ethnicity, age, time commitment, understanding of the sector / industry in which the Company operates, expertise in marketing, technology, finance and other disciplines relevant to the business etc. and such other factors that the Committee might consider relevant and applicable from time to time towards achieving a diverse Board.

While considering the appointment/ re-appointment of any person as Director of the Company, the Committee shall ensure that the he/ she satisfies the following additional criteria:

- He/ she is eligible for appointment/ re-appointment as Director on the Board of the Company and is not disqualified in terms of Section 164 and other applicable provisions of the Act and SEBI Listing Regulations.
- His/ her total number of directorship in the companies is within the limits prescribed under the Act and SEBI Listing Regulations.
- He/ she will be able to devote sufficient time and efforts toward discharging duties and responsibilities, effectively.

In case of appointment/ re-appointment of an Independent Director, the following additional criteria shall be considered by the Committee:

- He/ she meets the criteria of “independence” as set out in the relevant provisions of the Act , SEBI Listing Regulations and other laws applicable to the Company.
- He/ she does not hold any Board/ employment position with a competitor having its presence in the geographies in which Company operates. However, the Board may in special circumstances waive this requirement.

The reappointment / extension of term of any board members shall be on the basis of their performance evaluation. For the purpose of identification of suitable candidates, the Committee may use the services of external agency(ies), if required.

### Senior Management

While evaluating a person for appointment / re-appointment in a senior management position including KMPs, various factors including shall be considered including but not limited to individual's background, competency, skills, abilities (viz. leadership, ability to exercise sound judgement), educational and professional background, personal accomplishment, age, relevant experience and understanding of related field viz. marketing, technology, finance or such other discipline relevant to present and prospective operations of the Company.

“Senior Management, for the purpose of this Policy, means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of the Management one level below the chief executive officer/managing director/whole time director/ manager and shall specifically include company secretary and chief financial officer.”

## B. Remuneration Policy

While determining the remuneration of Directors, KMP, Senior Management Personnel and other employees, the following criteria shall be considered:

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors & other employees of the quality required to run the Company successfully.
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- The remuneration involves and balance between fixed & variable pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals.

The overall limits of remuneration of the board members including executive board members (i.e. managing director, whole-time director, executive directors etc.), if paid, will be governed by the provisions of Section 197 of the Companies Act, 2013, rules made thereunder and shall be approved by the shareholders of the Company (if applicable) and shall be subject to availability of profits of the Company.

Within the overall limit approved by the shareholders (if applicable), on the recommendation of the Committee, the Board shall determine the remuneration. The Board can determine different remuneration for different directors on the basis of their role, responsibilities, duties, time involvement etc.

### I. Non-executive directors including independent directors

**Annual commission** - In terms of the applicable provisions of the Act and Rules made thereunder the Independent directors shall be eligible for a profit linked annual commission as may be approved by Board of Directors from time to time.

**Sitting Fee** – All Non-executive Independent Directors of the Company can be paid sitting fees as may be approved by Board of Directors from time to time.

## II. Executive Board Members

The remuneration (including revision in the remuneration) of Executive Director, if any, shall be approved by the Board of Directors on the basis of the recommendation of the Committee.

The remuneration payable to Executive Directors shall consist of the following:

- (a) Fixed Pay, which is payable monthly, and shall include basic pay, contributions to retirement benefits, house rent allowance or company-leased accommodation and other allowances as per the Company's policy
- (b) Variable Pay (paid at the end of financial year) directly linked to the performance of the individual employee (i.e. achievement against pre-determined KRAs), his / her respective Business Unit and the overall company's performance
- (c) Long term incentive / ESOPs as may be decided by the Committee from time to time.

### **III. Remuneration to Key Managerial Personnel (other than Managing Director and Whole-Time Director) and other employees in Senior Management**

The remuneration of Key Managerial Personnel (other than those covered under Clause B above), shall be decided on case to case basis.

The remuneration payable to other Senior Management Personnel & other employees and any revision thereof shall be as per the HR policies of the Company.

The remuneration, if any, payable to Key Managerial Personnel, Senior Management Personnel and other employees shall consist of the following:

- (a) Fixed Pay, which is payable monthly and include basic pay, contributions to retirement benefits, house rent allowance or company-leased accommodation and other allowances as per the Company's policy
- (b) Variable Pay (paid at the end of Financial Year) directly linked to the performance of the individual employee (i.e. achievement against pre-determined KRAs), his / her respective business unit and the overall Company performance
- (c) Long term incentive / ESOPs as may be decided by the Committee from time to time.

The Committee shall recommend to the Board, all remuneration, in whatever form, payable to Senior Management.

### **Disclosures by the Company**

This Policy shall be hosted on the Company's website viz. [www.nxtra.in](http://www.nxtra.in). Further, salient features of this Policy, along with changes made therein during the year, if any, along with web address of this Policy shall be disclosed in the Annual Report.

### **General**

The Directors of the Company and Company Secretary are jointly authorized to amend the Policy to give effect to any changes / amendments notified by Ministry of Corporate Affairs w.r.t. any matter covered by this policy. The amended policy shall be placed before the Board for noting and ratification.

In case any provision of this Policy is contrary to or inconsistent with the provisions of the Companies Act, 2013 and/ or any other applicable law for time being in force, the latter shall prevail.

Words & expressions used in this Policy, shall have the same meaning as ascribed to them in Act, rules & regulations made thereunder and/ or any other law applicable to the Company for time being in force.

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MMJC

# *MMJB & Associates LLP*

## Company Secretaries

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803-804, 8<sup>th</sup> Floor, Ecstasy, City of Joy, JSD Road, Mulund - West, Mumbai – 400080, (T) 022-21678100

### FORM NO. MR.3

### SECRETARIAL AUDIT REPORT

for the Financial Year ended March 31, 2023

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

To,  
The Members,  
**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.

#### **Auditor's Responsibility:**

Our responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. We have conducted the audit in accordance with the applicable Auditing Standards issued by The Institute of Company Secretaries of India. The Auditing Standards requires that the Auditor shall comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

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 financial year ended on March 31, 2023 (hereinafter called the 'Audit Period') 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 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, 2023 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;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment; **(External Commercial Borrowings and Overseas Direct Investment is not applicable to the Company during the Audit Period)**;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not Applicable to the Company during the Audit Period)**
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Not Applicable to the Company during the Audit Period)**
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable to the Company during the Audit Period)**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 to the extent of listing of Commercial Papers;
  - (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 company;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not Applicable to the Company during the Audit Period)** and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. **(Not Applicable to the Company during the Audit Period)**

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 to the extent applicable to the Company.

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

**We further report that,** having regard to the compliance system prevailing in the Company and on the examination of the relevant documents and records in pursuance thereof, on test - check basis the Company has complied with the Special Economic Zones Act, 2005 to the extent applicable to the Company.

**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 one case where it was sent on shorter notice) 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,** the Company has:-

1. Conversion of 17,88,00,000 Non-Cumulative Compulsorily Convertible Preference Shares (CCPS) having face value of ₹ 1,000/- each at par to 28,54,461 equity shares of ₹ 10 each.
2. Redemption of Commercial Papers of amounting ₹ 595 cores.

**MMJB Associates & LLP**  
**Company Secretaries**

**Sd/-**

**Saurabh Agarwal**  
**Designated Partner**

**FCS: 9290**

**CP: 20907**

**PR No.: 2826/2022**

**UDIN: F009290E000331546**

**Date:** May 18, 2023

**Place:** Mumbai

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

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

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the 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 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.

**MMJB Associates & LLP**  
**Company Secretaries**

**Sd/-**

**Saurabh Agarwal**  
**Designated Partner**  
FCS: 9290  
CP: 20907

**Date:** May 18, 2023  
**Place:** Mumbai

**PR No.:** 2826/2022  
**UDIN:** F009290E000331546

## ANNEXURE D

### 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, 2023, 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, 2023 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	12,078	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

Sd/-

Sd/-

**Date: May 19, 2023**  
**Place: New Delhi**

**Harjeet Singh Kohli**  
Director  
DIN: 07575784  
Address: A5/805 Sahara  
Grace, Sector 28, Mehrauli  
Gurgaon Road, Gurgaon,  
Haryana – 122001

**Ashish Arora**  
Whole-time Director and CEO  
DIN: 09692591  
Address: House No-272,  
Tatvam Villa, Sector-48,  
Gurugram South City- II,  
Gurugram

## **ANNEXURE-E**

### **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**

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#### **(A) Conservation of energy**

##### **(i) The Company undertook various initiatives to reduce and conserve energy:**

##### **Energy efficiency across Data Centers and Main Switching Centers (MSCs):**

- In FY 2022-23, we obtained ISO 50001 certificates for all main data centers and developed Nxtra's Energy Policy in accordance with Energy Management System (EnMS) guidelines.
- Pune-2 DC is LEED (BD+C), USGBC certified. Chennai-2 DC achieved "Gold Certification" from IGBC this year. Most upcoming data centers are LEED certified.
- Optimum lighting: Lighting optimization through LED lights and motion sensors across various data centers saved 88,464 kWh of energy.
- Optimum cooling: Cooling optimization through the installation of active tiles, set points management, and air diverters saved 1,984,494 kWh of energy at our data centers.
- Cold aisle/Hot aisle containment: Cold aisle/hot aisle containment at different locations saved 562,070 kWh of energy.
- UPS optimization and Power Factor (PF) improvement: UPS and Switched Mode Power Supply (SMPS) optimization along with PF improvement at various locations saved 1,648,465 kWh of energy.
- Main Switching Centre initiatives: We installed LED lights, motion sensors, air diverters, active tiles, and blanking panels in our Main Switching Centre sites. In addition, we installed solutions for temperature, rack, UPS and SMPS optimization, cold aisle containment and natural cooling to reduce energy consumption. These measures helped us save 9,010,672 kWh of energy in the reporting year.

##### **ii) Utilization of green energy:**

- We have increased renewable energy usage at our own operations from 91,261 MWh in FY 2021-22 to 156,147 MWh in FY 2022-23 sourced through various green power wheeling agreements and captive solar rooftop plants.
- We have strengthened our green energy footprint with the commissioning of Solar and Wind power plants in various states. The captive units with capacity 34 MW Solar, 13 MW Solar and 1.5 MW Hybrid (Solar + Wind) were commissioned to supply clean energy in the state of Tamil Nadu, Karnataka, and Gujarat respectively. The captive power units have been set up in partnership with Avaada (Tamil Nadu and Karnataka) and Continuum (Gujarat) to supply clean energy to Nxtra by Airtel's large and edge data centers.
- We deployed solid oxide fuel cell technology to reduce carbon emissions at its data center while unlocking cost and sustainability benefits.

### iii) Power Usage Effectiveness (PUE):

- Average PUE of Data Centers has improved by ~1% as compared to previous year (FY'22)
- Average PUE of MSCs has improved by ~2% as compared to previous year (FY'22)

### (B) Technology absorption

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:**

(in Rupees Millions)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Foreign Exchange Earnings*	261	388
Foreign Exchange Outgo	Nil	Nil
CIF value of Imports	Nil	Nil

\* The earning are on account of foreign currency billing.

For and on behalf of the Board  
Nxtra Data Limited

Date: May 19, 2023  
Place: New Delhi

Sd/-  
Harjeet Singh Kohli  
Director  
DIN: 07575784  
Address: A5/805 Sahara  
Grace, Sector 28, Mehrauli  
Gurgaon Road, Gurgaon,  
Haryana – 122001

Sd/-  
Ashish Arora  
Wholetime Director and CEO  
DIN: 09692591  
Address: House No-272,  
Tatvam Villa, Sector-48,  
Gurugram South City- II,  
Gurugram

**Disclosures for Employee Stock Option Scheme**

1.	Options Granted	23,640
2.	Options Vested	-
3.	Options Exercised	-
4.	Total number of shares arising as a result of exercise of options	-
5.	Options lapsed	144
6.	Exercise Price	5,780
7.	Variation of terms of options	-
8.	Money realized by exercise of options	-
9.	Total number of options in force	-
10.	Employee wise details of options granted	
	Key Managerial Personnel	-
	Any other employee who received a grant of options in any one year of option amounting to five percent or more of options granted during the year	-
	Identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.	-

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

**Sd/-**

**Sd/-**

**Date: May 19, 2023  
Place: New Delhi**

**Harjeet Singh Kohli  
Director  
DIN: 07575784  
Address: A5/805 Sahara  
Grace, Sector 28, Mehrauli  
Gurgaon Road, Gurgaon,  
Haryana – 122001**

**Ashish Arora  
Wholetime Director and CEO  
DIN: 09692591  
Address: House No-272,  
Tatvam Villa, Sector-48,  
Gurugram South City- II,  
Gurugram**



**Nxtra Data Limited**

**Ind AS Financial Statements**

**March 31, 2023**

**Nxtra Data Limited**

**Ind AS Financial Statements – March 2023**

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## **Independent Auditor's Report**

## INDEPENDENT AUDITOR'S REPORT

Tel: +91 124 679 2000  
Fax: +91 124 679 2012

### To The Members of NXTRA DATA LIMITED

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the accompanying Financial Statements of **NXTRA DATA LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive loss), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view 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, 2023, and its profit, total comprehensive income, its cash flows and the changes in equity 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 (SAs) specified under section 143(10) of the Act. 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 Board's Report, but does not include the Financial Statements and our auditor's report thereon.
- Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



**Responsibilities of Management and Those Charged with Governance 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 loss, cash flows and changes in equity 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 statement 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's 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:

- 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 with reference to Financial Statements 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

1. As required by Section 143(3) of the Act, based on our audit we report, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - 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 loss, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant 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, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.



With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our Separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with

reference to Financial Statements.

- 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 does not have any pending litigations which would impact its financial position
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company w.e.f. April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.





2. As required by the Companies (Auditor's Report) Order, 2020 ("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)



*Nilesh*  
**Nilesh H. Lahoti**  
Partner  
(Membership No. 130054)  
(UDIN: 23130054BGYYXY7016)

Place: Gurugram  
Date: May 19, 2023

## **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 of even date)

### **Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls with reference to Financial Statements of **NXTRA DATA LIMITED** ("the Company") as of March 31, 2023 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 with reference to Financial Statements based on the internal control with reference to Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective 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 with reference to Financial Statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India 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 with reference to Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Financial Statements 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 with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference to Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

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

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

A company's internal financial control with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Financial Statements 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 unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Financial Statements.

**Inherent Limitations of Internal Financial Controls with reference to Financial Statements**

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

**Opinion**

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

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



**Nilesh H. Lahoti**  
Partner  
(Membership No. 130054)  
(UDIN: 23130054BGYYXY7016)

Place: Gurugram  
Date: May 19, 2023

**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 of even date)

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

- i) In respect of Company's Property, Plant and Equipment and Intangible Assets and Right of use assets:
- a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, capital work-in-progress and relevant details of right of use assets.
- B. As the Company does not hold any intangible assets, reporting under clause (i)(a)(B) of the Order is not applicable.
- b) The Company has a program of verification of property, plant and equipment, capital work in-progress and right-of-use assets so to cover all the items once every 3 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, Property, Plant and Equipment and right of use assets were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment and capital work-in-progress and according to the information and explanations given to us and based on the examination of the property tax receipts, utility bills for building constructed, registered sale deed / transfer deed provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date, except for as provided below:

Description of property	As at the Balance sheet date (Amount in Rs. million)		Held in the name of	Whether promoter, director or their relative or employee	Period held	Reason for not being in Company's name
	Gross Carrying Value	Carrying value in the Financial Statements				
Land	883	883	Telangana State Industrial Infrastructure Corporation Limited (TSIIC)	No	Held since December 23, 2022	Ownership of the land is transferred and vested in the hands of the Company through allotment letter, conveyance of title deed in the name of the Company is still pending.

In respect of immovable properties that have been taken on lease and disclosed in the financial statements as right of use assets as at the balance sheet date, the lease agreements are duly executed in favour of the Company.



- d) The Company has not revalued any of its property, plant and equipment (including Right of Use assets) during the year. The Company does not have any intangible assets.
- e) No proceedings have been initiated during the year or are pending against the Company as at 31 March 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii) In respect of its Inventory:
- a) The Company does not have any inventory and hence reporting under clause (ii)(a) of the Order is not Applicable.
- b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions on the basis of security of current assets, and hence reporting under clause (ii)(b) of the Order is not applicable.
- iii) a) The Company has made equity investments in companies during the year (Refer Note 6 to the Financial Statements). The Company has not provided any guarantee or security, granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year.
- b) The investments made during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.
- iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.
- v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- vi) To the best of our knowledge and as explained to us, the maintenance of cost records has not been specified for the activities of the Company by the Central Government under section 148(1) of the Companies Act, 2013.
- vii) In respect of its statutory dues:
- a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year.
- There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
- b) There are no statutory dues referred in sub-clause (a) above which have not been deposited on account of disputes as on March 31, 2023.
- viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

ix) In respect of its Borrowings:

- a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.



- b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
  - c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.
  - d) On an overall examination of the financial statements of the Company, the funds raised on short-term basis have, prima facie, not been used during the year for long term purpose by the Company.
  - e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause (ix)(e) of the Order is not applicable.
  - f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.
- x) In respect of its Issued securities:
- a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Moneys raised by way of commercial papers during the year have been, prima facie, applied by the Company for the purposes for which they were raised.
  - b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.
- xi) In respect of fraud:
- a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
  - b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
  - c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report) and provided to us, when performing our audit.
- xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 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 respect of Internal audit:
- a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
  - b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto March 31, 2023.
- xv) In our opinion, during the year the Company has not entered into any non-cash transactions with any of its directors or directors of its holding company or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.



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

The Group does not have more than one CIC as part of the group.

xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

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

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

xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

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



**Nilesh H. Lahoti**  
**Partner**

(Membership No. 130054)

UDIN: 23130054BGYYXY7016

Place: Gurugram

Date: May 19, 2023



## **Ind AS Financial Statements**

**Nxtra Data Limited**  
**Balance Sheet**

(All amounts are in millions of Indian Rupee)

	Notes	As of	
		March 31, 2023	March 31, 2022
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	5	21,321	19,106
Capital work-in-progress	5	3,534	1,087
Right-of-use assets	29	2,985	3,215
<b>Financial assets</b>			
- Investments	6	73	4
- Other financial assets	7	524	517
Income tax assets (net)		186	118
Deferred tax assets (net)	8	467	494
Other non-current assets	9	702	10
		<b>29,792</b>	<b>24,551</b>
<b>Current assets</b>			
<b>Financial assets</b>			
- Investments	6	666	150
- Trade receivables	10	1,786	2,876
- Cash and cash equivalents	11	81	1,869
- Other bank balances	11	8	8
- Other financial assets	7	932	777
Other current assets	9	838	756
		<b>4,311</b>	<b>6,436</b>
<b>Total assets</b>		<b>34,103</b>	<b>30,987</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Equity share capital	12	119	90
Other equity		25,204	5,140
		<b>25,323</b>	<b>5,230</b>
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
- Borrowings	14	3,500	-
- Lease liabilities		1,092	1,301
- Derivative instruments	15	-	78
- Other financial liabilities	16	-	17,802
Deferred revenue	21	11	23
Provisions	17	36	22
		<b>4,639</b>	<b>19,226</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
- Borrowings	14	-	2,343
- Lease liabilities		311	338
- Trade payables			
- total outstanding dues of micro enterprises and small enterprises	18	53	11
- total outstanding dues of creditors other than micro enterprises and small enterprises	18		
- Other financial liabilities	16	1,724	2,020
Deferred revenue	21	1,768	1,535
Provisions	17	64	58
Current tax liabilities (net)		21	19
Other current liabilities	19	98	108
		<b>4,141</b>	<b>6,531</b>
<b>Total liabilities</b>		<b>8,780</b>	<b>25,757</b>
<b>Total equity and liabilities</b>		<b>34,103</b>	<b>30,987</b>

The accompanying notes 1 to 34 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

  
Ashish Arora  
Whole Time Director & CEO  
DIN: 09692591  
Place: Gurugram

  
Kapil Jethani  
Chief Financial Officer  
Place: Gurugram

  
Ajay Chitkara  
Director  
DIN: 08877367  
Place: Gurugram

  
Shivangni Bajaj  
Company Secretary  
Place: New Delhi



Date: May 19, 2023

**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, 2023	March 31, 2022
<b>Income</b>			
Revenue from operations	21	16,011	13,333
Other income	21.1	399	340
		<b>16,410</b>	<b>13,673</b>
<b>Expenses</b>			
Data centre operating expenses	22	8,775	7,169
Employee benefits expense	23	323	258
Other expenses	24	728	425
		<b>9,826</b>	<b>7,852</b>
<b>Profit before depreciation, finance costs and tax</b>		<b>6,584</b>	<b>5,821</b>
Depreciation expense	25	3,365	2,455
Finance costs	26	259	229
<b>Profit before tax</b>		<b>2,960</b>	<b>3,137</b>
<b>Tax expense</b>			
Current tax	8	708	664
Deferred tax	8	51	89
		<b>759</b>	<b>753</b>
<b>Profit for the year</b>		<b>2,201</b>	<b>2,384</b>
<b>Other comprehensive income</b>			
Items not to be reclassified to profit or loss :			
- Remeasurement (loss) / gain on defined benefit plans	23	(2)	2
- Tax credit / (charge)	8	0	(0)
<b>Other comprehensive (loss) / income for the year</b>		<b>(2)</b>	<b>2</b>
<b>Total comprehensive income for the year</b>		<b>2,199</b>	<b>2,386</b>
<b>Earnings per share (Face value: Rs. 10 each)</b>			
Basic and diluted earnings per share	27	185.40	228.99

The accompanying notes 1 to 34 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)



**Nitesh H. Lahoti**  
Partner  
Membership No: 130054  
Place: Gurugram

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

**Ashish Arora**  
Whole Time Director & CEO  
DIN: 09692591  
Place: Gurugram

**Kapil Jethani**  
Chief Financial Officer  
Place: Gurugram

**Ajay Chitkara**  
Director  
DIN: 08977367  
Place: Gurugram

**Shivangni Bajjal**  
Company Secretary  
Place: New Delhi

Date: May 19, 2023



**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	Securities Premium	Deemed capital contribution	Retained earnings	Share-based payment reserve	Capital reserve	Total
As of April 1, 2021	9,018	90	0	258	2,682	-	(189)	2,751
Profit for the year	-	-	-	-	2,384	-	-	2,384
Other comprehensive income (net of tax)	-	-	-	-	2	-	-	2
Total comprehensive income	-	-	-	-	2,386	-	-	2,386
Transaction with owners of equity								
Employee share-based payment expense	-	-	-	-	-	3	-	3
As of March 31, 2022	9,018	90	0	258	5,068	3	(189)	5,140
Profit for the year	-	-	-	-	2,201	-	-	2,201
Other comprehensive loss (net of tax)	-	-	-	-	(2)	-	-	(2)
Total comprehensive income	-	-	-	-	2,199	-	-	2,199
Transaction with owners of equity								
Issue of equity shares (refer note 4(a))	2,854	29	17,851	-	-	-	-	17,851
Employee share-based payment expense	-	-	-	-	-	14	-	14
As of March 31, 2023	11,872	119	17,851	258	7,267	17	(189)	25,204

The accompanying notes 1 to 34 form an integral part of these Financial Statements.

As per our report of even date  
For Deloitte Haskins & Sells LLPChartered 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

Ashish Arora  
Whole Time Director & CEO  
DIN: 09692591  
Place: Gurugram

Kapil Jethani  
Chief Financial Officer  
Place: Gurugram

Ajay Chithara  
Director  
DIN: 08977367  
Place: Gurugram

Shivangni Bajjal  
Company Secretary  
Place: New Delhi

Date: May 19, 2023



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

	For the year ended	
	March 31, 2023	March 31, 2022
<b>Cash flows from operating activities</b>		
Profit before tax	2,960	3,137
Adjustments for:		
Depreciation expense	3,365	2,455
Finance costs	264	235
Interest income	(4)	(1)
Net gain on fair value through profit or loss (FVTPL) investments	(30)	(4)
Employee share - based payment expense	6	1
Provision for doubtful debts / Bad debts written off	8	(149)
Other non-cash items	68	(66)
<b>Operating cash flows before changes in assets and liabilities</b>	<b>6,637</b>	<b>5,608</b>
<b>Changes in assets and liabilities</b>		
Trade receivables	1,061	(1,930)
Trade payables	(254)	(795)
Inventories	-	153
Provisions	1	(8)
Other financial and non-financial liabilities	36	8
Other financial and non-financial assets	(262)	173
<b>Net cash generated from operations before tax</b>	<b>7,219</b>	<b>3,209</b>
Income tax Paid - net	(810)	(753)
<b>Net cash generated from operating activities (a)</b>	<b>6,409</b>	<b>2,456</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment and capital work in progress	(8,244)	(8,438)
Purchase of investment	(69)	-
(Purchase of) / Proceeds from sale of current investments (net)	(486)	544
Interest received	4	1
<b>Net cash used in investing activities (b)</b>	<b>(8,795)</b>	<b>(7,893)</b>
<b>Cash flows from financing activities</b>		
Proceeds from borrowings	3,500	9,267
Repayment of borrowings	(2,450)	(11,400)
Payment of lease liabilities	(269)	(182)
Proceeds from / (Repayments of) short-term borrowings (net)	-	(56)
Interest and other finance charges paid	(183)	(1,327)
Proceeds from issuance of compulsorily convertible preference shares	-	10,880
<b>Net cash generated from financing activities (c)</b>	<b>598</b>	<b>7,182</b>
<b>Net (decrease)/increase in cash and cash equivalents during the year (a+b+c)</b>	<b>(1,788)</b>	<b>1,745</b>
Add: Cash and cash equivalents as at the beginning of the year	1,869	124
<b>Cash and cash equivalents as at the end of the year (refer note 11)</b>	<b>81</b>	<b>1,869</b>

The above Statement of Cash Flows has been prepared under the 'indirect method' as set out in Ind AS 7 'Statement of Cash Flows'.

Please refer note 30(1)(v), for reconciliation of liabilities whose cash flow movements are disclosed as part of financing activities in the Statement of Cash Flows.

The accompanying notes 1 to 34 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**

**Ashish Arora**  
Whole Time Director & CEO  
DIN: 09692591  
Place: Gurugram

**Rupil Jethani**  
Chief Financial Officer  
Place: Gurugram

**Ajay Chitkara**  
Director  
DIN: 08977367  
Place: Gurugram

**Shivangni Bajjal**  
Company Secretary  
Place: New Delhi

Date: May 19, 2023



**Nxtra Data Limited**  
**Notes to Financial Statements**

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

**1. Corporate information**

Nxtra Data Limited ('the Company') (CIN: U72200DL2013PLC254747) 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 Company is principally engaged in the business of data center, managed services and sale of hardware. The details as to the services provided by the Company are further provided in Note 21.

**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 Standards ('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 accounting principles generally accepted in India.

The Financial Statements are approved for issue by the Company's Board of Directors on May 19, 2023.

The Financial Statements are based on the classification provisions contained in Ind AS 1, 'Presentation of Financial Statements' and Division II of Schedule III (as amended) of the Companies Act, 2013. Further, for the purpose of clarity, various items are aggregated in the Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flows. Nonetheless, these items are disaggregated 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 off to the nearest million, except per share data and unless stated otherwise. Further, due to rounding off, certain amounts are appearing as '0'.

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 / or amendments during the year.

To provide more reliable and relevant information about the effect of certain items in the Balance sheet and Statement of Profit and Loss, 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 to these regrouping / reclassifications.



**Nxtra Data Limited**

**Notes to Financial Statements**

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

**New Amendments adopted during the year**

**a) Amendments to Ind AS**

MCA vide notification no. G.S.R. 255(E) dated March 23, 2022 has issued the Companies (Indian Accounting Standards) Amendment Rules, 2022 which amends following Ind AS (as applicable to the Company):

- Ind AS 109, Financial Instruments
- Ind AS 16, Property, Plant and Equipment
- Ind AS 37, Provisions, Contingent Liabilities and Contingent Assets
- Ind AS 103, Business Combinations

The amendments are applicable for annual periods beginning on or after April 1, 2022, however, these do not have material impact on the Financial Statements of the Company.

**b) Amendments to Ind AS issued but not yet effective**

MCA vide notification no. G.S.R. 242(E) dated March 31, 2023 has issued the Companies (Indian Accounting Standards) Amendment Rules, 2023 which amends following Ind AS (as applicable to the Company):

- Ind AS 102, Share-based Payments
- Ind AS 103, Business Combinations
- Ind AS 107, Financial Instruments: Disclosures
- Ind AS 109, Financial Instruments
- Ind AS 115, Revenue from Contracts with Customers
- Ind AS 1, Presentation of Financial Statements
- Ind AS 12, Income Taxes
- Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors
- Ind AS 34, Interim Financial Reporting

The amendments are applicable for annual periods beginning on or after April 1, 2023. The Company has evaluated the amendments and the impact is not expected to be material.

**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 2.7) – which are measured at fair value and liability for cash-settled awards (refer note 2.12) – 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).

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 is 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 Rupee 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. 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 ('OCI') 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.





**Nxtra Data Limited**  
**Notes to Financial Statements**

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

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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.

Separated embedded derivatives are classified basis the host contract.

## **2.5 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, if any. 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 derecognised 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.

Cost of assets not ready for intended use, as on the balance sheet date, is shown as capital work-in-progress ('CWIP'), advances given towards acquisition of PPE outstanding at each balance sheet date are disclosed under other non- current assets.

The expenditures that are incurred after the item of PPE has been available for 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 to the Act and has accordingly, depreciated the assets over such useful life.



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

Freehold land is not depreciated as it has an unlimited useful life.

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

<b>Categories</b>	<b>Years</b>
Building	20
Plant and Machinery	2-25
Computer	1-3
Office equipments	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 income / other expenses.

## **2.6 Impairment of non-financial assets**

### **PPE and Right-of-use assets ('ROU')**

PPE (including CWIP) and ROU with definite lives, 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.

## **2.7 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 FVTPL, 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 as measured at amortised cost.

The entire hybrid contract, financial assets with embedded derivatives, are considered in their entirety for determining the contractual terms of the cash flow and accordingly the embedded derivatives are not separated. However, derivatives embedded in non-financial instrument / financial liabilities (measured at amortised cost) host contracts are classified as separate derivatives if their economic characteristics and risks are not closely related to those of the host contracts.

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**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. All financial liabilities are recognised initially at fair value, in the case of loans and borrowings and payables, net of directly attributable transaction costs. Other transaction costs are expensed as incurred in the Statement of Profit and Loss.

The liability component of a compound financial instrument is initially recognised at the fair value of a similar liability that does not have an equity conversion option. The equity component is initially recognised at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

### **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 other 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 other income separately from the other gains / losses arising from changes in the fair value.

**iii. 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**

Any off-market financial guarantees are amortised over the life of the guarantee and are measured at each reporting date at the higher of (i) the remaining unamortised balance of the amount at initial recognition and (ii) the best estimate of expenditure required to settle the obligation at the end of the reporting period. Other financial liabilities are subsequently measured at amortised cost using the EIR method (if the impact of discounting / any transaction costs is significant), except for contingent consideration and financial liability under option arrangements recognised in a business combination which is subsequently measured at FVTPL. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate the fair value due to the short maturity of these instruments.

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest method. The equity component of a compound financial instrument is not re-measured. Interest related to the financial liability is recognised in profit or loss under finance cost. On conversion at maturity, the financial liability is reclassified to equity and no gain or loss is recognised.

**c. Measurement – derivative financial instruments**

Derivative financial instruments, including separated embedded derivatives are classified as financial instruments at fair value through profit or loss - Held for trading. Such derivative financial instruments are initially recognised at fair value. They are subsequently measured at their fair value, with changes in fair value being recognised in the statement of profit and loss.



#### **d. 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.

### **2.8 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**

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 incremental borrowing rate. 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.

## **2.9 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 non-current assets as 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.





Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**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. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. However, deferred taxes 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.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

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.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority.

**2.10 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). However, for the purpose of the statement of cash flows, in addition to above items, any bank overdrafts / cash credits that are integral part of the Company's cash management, are also included as a component of cash and cash equivalents.

**2.11 Equity 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.



## **2.12 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 in India 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 benefits 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 expenses are calculated by applying the above mentioned discount rate to defined benefits obligations. The interest expenses on the defined benefits obligations are recognised in the Statement of Profit and Loss. However, the related re-measurements of the defined benefits obligations are recognised directly in the OCI 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.



**d. Share-based payments**

The Company operates equity-settled employee share-based compensation plans, under which the Company receives services from employees as consideration for stock options towards shares of the Company.

The fair value of stock options (at grant date) is recognised as an expense in the statement of profit and loss within employee benefits as employee share-based payment expenses over the vesting period, with a corresponding increase in share-based payment reserve (a component of equity).

The total amount so expensed is determined by reference to the grant date fair value of the stock options granted, which includes the impact of any market performance conditions and non-vesting conditions but excludes the impact of any service and non-market performance vesting conditions. However, the non-market performance vesting and service conditions are considered in the assumption as to the number of options that are expected to vest. The forfeitures are estimated at the time of grant and reduce the said expense rateably over the vesting period.

The expense so determined is recognised over the requisite vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. As at each reporting date, the Company revises its estimates of the number of options that are expected to vest, if required.

It recognises the impact of any revision to original estimates in the period of change. Accordingly, no expense is recognised for awards that do not ultimately vest, except for which vesting is conditional upon a market performance / non-vesting condition. These are treated as vested irrespective of whether or not the market / non-vesting condition is satisfied, provided that service conditions and all other non-market performance are satisfied.

Where the terms of an award are modified, in addition to the expense pertaining to the original award, an incremental expense is recognised for any modification that results in additional fair value, or is otherwise beneficial to the employee as measured at the date of modification.

Where an award is cancelled (including due to non-vesting conditions not being met), it is treated as if it is vested thereon, and any un-recognised expense for the award is recognised immediately.

**2.13 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.



#### **2.14 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. Contingent assets are not recognised and disclosed only where an inflow of economic benefits are probable.

#### **2.15 Revenue recognition**

Revenue is recognised upon transfer of control of promised products or services to the customer at the amount of transaction price (net of variable 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 recognised 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 telecommunication equipment and related accessories for which revenue is recognised when the control of equipment is transferred to the customer, i.e. transferred at a point in time. However, in case of equipment sale forming part of multiple-element revenue arrangements which is not a distinct performance obligation, revenue is recognised over the customer relationship period.

##### **c) Interest income**

The interest income is recognised using the EIR method. For further details, refer note 2.7.

#### **2.16 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.

#### **2.17 Earnings per share ('EPS')**

The Company presents the Basic and Diluted EPS.

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

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 year.

### **2.18 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 2.5 above, the Company reviews the estimated useful lives of PPE 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.



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

- a) During the year ended March 31, 2021, the Company has entered into an Investment Agreement with CA Cloud Investments (formerly Comfort Investments II) ('investor'). In accordance with the said agreement, the investor will subscribe to 17,880,000 compulsorily convertible preference shares ('CCPS'), each at Rs. 1,000, and 10 equity shares, each at Rs. 5,780 (including securities premium of Rs. 5,770), of the Company for an aggregate consideration of Rs. 17,880 in three separate tranches. Till March 31, 2022, the Company has received all three tranches of Rs. 17,880 and has allotted 17,880,000 CCPS and 10 equity shares to the investor. Further, during the year ended March 31, 2023, based on terms of Investment Agreement, the said CCPS have been converted into 2,854,461 equity shares of Rs 10/- each. Post conversion, the investor now holds 24.04% equity stake in the Company.
- b) The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. The Ministry of Labour and Employment ('Ministry') has issued draft of the Code on Social Security (Central) Rules, 2020 on November 13, 2020 and has invited suggestions from stakeholders which are under active consideration by the Ministry. However, the date on which the Code will come into effect has not been notified. The Company is assessing the impact of the Code and will record any related impact in the period in which the Code becomes effective.



**Nxtra Data Limited**  
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**5. Property plant and equipment ('PPE')**

The following table presents the reconciliation of changes in the carrying value of PPE for the year ended March 31, 2023 and March 31, 2022:

	Freehold Land	Building	Plant and machinery	Furniture and fixtures	Office equipment	Computer	Leasehold improvements	Total
<b>Gross Carrying value</b>								
As of April 1, 2021	-	1,126	17,489	100	1,033	212	433	20,393
Additions	-	2,890	9,733	11	295	111	1	13,041
Disposals / adjustment	-	-	(712)	(8)	(46)	(5)	-	(771)
As of March 31, 2022	-	4,016	26,510	103	1,282	318	434	32,663
As of April 1, 2022	-	4,016	26,510	103	1,282	318	434	32,663
Additions	883	182	3,914	8	279	35	0	5,301
Disposals / adjustments	-	-	(680)	(2)	(55)	(2)	-	(739)
As of March 31, 2023	883	4,198	29,744	109	1,506	351	434	37,225
<b>Accumulated depreciation</b>								
As of April 1, 2021	-	82	10,451	100	908	194	396	12,131
Charge	-	103	1,960	1	77	44	13	2,198
Disposals / adjustment	-	-	(712)	(8)	(46)	(5)	-	(771)
As of March 31, 2022	-	185	11,699	93	939	233	409	13,558
As of April 1, 2022	-	185	11,699	93	939	233	409	13,558
Charge	-	213	2,680	4	126	50	11	3,084
Disposals / adjustment	-	-	(680)	(2)	(55)	(1)	-	(738)
As of March 31, 2023	-	398	13,699	95	1,010	282	420	15,904
<b>Net carrying Amount</b>								
As of March 31, 2022	-	3,831	14,811	10	344	85	25	19,106
As of March 31, 2023	883	3,800	16,045	14	496	69	14	21,321

The carrying value of capital work-in-progress ('CWIP') as of March 31, 2023 and March 31, 2022 is Rs. 3,534 and Rs. 1,087 which mainly pertains to plant and machinery and construction of building.

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**CWIP Ageing Schedule:**  
**As of March 31, 2023**

Project	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Data centre	2,802	129	110	-	3,041
Mobile switching centre	488	5	-	-	493
Total	3,290	134	110	-	3,534

**As of March 31, 2022**

Project	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Data centre	374	110	-	-	484
Mobile switching centre	602	1	-	-	603
Total	976	111	-	-	1,087

During the year ended March 31, 2023 and March 31, 2022 the Company has capitalised borrowing cost for under construction building of Rs. Nil and Rs. 91 respectively. The rate used to determine the amount of borrowing cost eligible for capitalisation is Nil and 5.65% for the year ended March 31, 2023 and March 31, 2022, which is the weighted average interest rate applicable to the company's general borrowings.

**6. Investments**

**Non- current**

**Investments - FVTPL**

Greenenergy Wind Corporation Pvt. Ltd. : 53,398 shares of Rs. 10 each  
 Aban Green Power Pvt. Ltd. : 47,155 shares of Rs. 10 each  
 Avaada KNShorapur Private Limited : 2,807,350 shares of Rs. 10 each  
 Avaada Clean TNProject Private Limited : 4,172,350 shares of Rs. 10 each

As of	
March 31, 2023	March 31, 2022
4	4
-	0
28	-
41	-
<b>73</b>	<b>4</b>

**Current**

**Investments - FVTPL**

Mutual funds (Quoted)

666	150
<b>666</b>	<b>150</b>

Aggregate book value of unquoted investments  
 Aggregate book value / market value of quoted investments

**73**                      **4**  
**666**                      **150**

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**Nextra Data Limited**  
**Notes to Financial Statements**

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

**7. Other financial assets**

**Non-current**

	As of	
	March 31, 2023	March 31, 2022
Margin Money <sup>^</sup>	2	2
Security deposits*	522	515
	<b>524</b>	<b>517</b>

<sup>^</sup>Margin money deposits represents amount given as collateral for bank guarantees.

\* Security deposits include amount due from related parties (refer note 28), and net of provision of Rs. 6 and Rs 2 as of March 31, 2023 and March 31, 2022 respectively.

**Current**

	As of	
	March 31, 2023	March 31, 2022
Unbilled revenue (refer note 21)	910	767
Security deposits	10	6
Claims recoverable	-	0
Others *	12	4
	<b>932</b>	<b>777</b>

\*It include amount recoverable from related parties (refer note 28).

**8. Income tax**

The major components of Income tax expense are:

**Amounts recognised in Statement of Profit and Loss:**

	For the year ended	
	March 31, 2023	March 31, 2022
<b>Current tax</b>		
- For the year	708	663
- Adjustments for prior periods	-	1
	<b>708</b>	<b>664</b>
<b>Deferred tax</b>		
- Origination and reversal of temporary differences	51	118
- Adjustments for prior periods	-	(29)
	<b>51</b>	<b>89</b>
<b>Income tax expense</b>	<b>759</b>	<b>753</b>

**Amounts recognised in Other Comprehensive Income:**

Deferred tax related to items charged or credited directly to Other Comprehensive Income during the year:

- Remeasurement gains / (losses) on defined benefit plans	0	(0)
<b>Deferred Tax (credited) / charged to Other Comprehensive Income</b>	<b>0</b>	<b>(0)</b>

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





**Nxtra Data Limited**  
**Notes to Financial Statements**

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

	For the year ended	
	March 31, 2023	March 31, 2022
Profit before tax	2,960	3,137
Tax expense @ 25.168%	745	790
<b>Effect of:</b>		
Adjustment in respect to current tax of previous years	-	1
Adjustment in respect to deferred tax of previous years	-	(29)
Expense / (Income) not taxable / deductible (net)	14	(9)
<b>Income tax expense</b>	<b>759</b>	<b>753</b>

The analysis of deferred tax assets is as follows:

	As of	
	March 31, 2023	March 31, 2022
<b>Deferred tax asset / (liabilities)</b>		
Trade Receivables	96	92
Employee share options	2	1
Provision for employee benefits	11	6
Fair valuation of financial instruments and exchange differences	-	(1)
Property, Plant and Equipments, Intangible assets and Leases	351	396
Others	7	-
<b>Net deferred tax asset</b>	<b>467</b>	<b>494</b>

	For the year ended	
	March 31, 2023	March 31, 2022
<b>Deferred tax (expense) / income</b>		
Trade Receivables	4	(35)
Employee share options	1	1
Provision for employee benefits	5	1
Fair valuation of financial instruments and exchange differences	-	(1)
Property, Plant and Equipments, Intangible assets and Leases	(68)	(55)
Others	7	-
<b>Net deferred tax (expense)</b>	<b>(51)</b>	<b>(89)</b>

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

	For the year ended	
	March 31, 2023	March 31, 2022
<b>Opening balance</b>	<b>494</b>	<b>583</b>
Tax (expense) recognised in statement of profit or loss	(51)	(89)
Tax credit / (expense) recognised in OCI	0	(0)
Adjustment in respect of previous year	24	-
<b>Closing balance</b>	<b>467</b>	<b>494</b>





**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, 2023	March 31, 2022
Capital advances	702	10
	<b>702</b>	<b>10</b>

**Current**

	As of	
	March 31, 2023	March 31, 2022
Taxes recoverable*	749	613
Advances to suppliers (net)**	69	106
Prepaid expenses	9	6
Others ^	11	31
	<b>838</b>	<b>756</b>

\* Taxes recoverable majorly include or represents goods and services tax (GST).

\*\* Advance to Suppliers are disclosed net of provision of Rs. 31 and Rs. 24 as of March 31, 2023 and March 31, 2022 respectively.

^ Others majorly include earnest money deposits.

**10. Trade receivables**

	As of	
	March 31, 2023	March 31, 2022
Trade receivable considered good - Unsecured*	2,128	3,213
Less: Allowances for doubtful receivables	(342)	(337)
	<b>1,786</b>	<b>2,876</b>

\*It includes amount due from related parties (refer note 28).  
Refer note 30.1(iii) for credit risk

**The movement in allowances for doubtful receivables is as follows:**

	For the year ended	
	March 31, 2023	March 31, 2022
Opening balance	337	486
Additions	34	-
Write off (net of recovery)	(29)	(149)
Closing balance	<b>342</b>	<b>337</b>

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**Nxtra Data Limited**  
**Notes to Financial Statements**

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

**Trade receivables ageing:**

**As of March 31, 2023**

	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	
Undisputed Trade receivables — considered good	565	913	328	72	67	183	2,128
							2,128
Less: allowance for doubtful receivables							(342)
Net Trade receivables							1,786

**As of March 31, 2022**

As of March 31, 2022

	Outstanding for following periods from due date of payment						
Not due	Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	Total	
Undisputed Trade receivables — considered good	1,041	1,715	92	112	81	172	3,213
							3,213
Less: allowance for doubtful receivables							(337)
Net Trade receivables							2,876

**11. Cash and bank balances**

	As of	
	March 31, 2023	March 31, 2022
<b>Cash and cash equivalents</b>		
Balances with banks		
- On current accounts	49	224
- Bank deposits with original maturity of 3 months or less	-	1,645
Cheques on hand	32	-
	<b>81</b>	<b>1,869</b>

	As of	
	March 31, 2023	March 31, 2022
<b>Other Bank Balances</b>		
Margin Money^	8	8
	<b>8</b>	<b>8</b>

^Margin money deposits represents amount given as collateral for bank guarantees.

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**Nextra Data Limited**  
**Notes to Financial Statements**

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

**12. Equity share capital**

	As of	
	March 31, 2023	March 31, 2022
<b>Authorised shares</b>		
2,100,000,000 (March 31, 2022- 312,000,000)		
equity shares of Rs. 10 each	21,000	3,120
<b>Issued, Subscribed and fully paid-up shares</b>		
11,872,328 (March 31, 2022- 9,017,867)		
equity shares of Rs. 10 each	119	90
	<b>119</b>	<b>90</b>

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

	For the year ended			
	March 31, 2023		March 31, 2022	
	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	2,854	29	-	-
<b>Outstanding at the end of the year</b>	<b>11,872</b>	<b>119</b>	<b>9,018</b>	<b>90</b>

**b. Rights, preferences and restrictions attached to Shares**

The Company has only one class of equity shares having par value of Rs. 10 per share. The holder of the equity share is entitled to dividend right and voting right in the same proportion as the capital paid-up on such equity share bears to the total paid-up equity share capital of the Company. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to the number of equity shares held by the shareholders.

**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, 2023		March 31, 2022	
	No. of shares in '000	% holding	No. of shares in '000	% holding
<b>Equity shares of Rs 10 each fully paid up</b>				
Bharti Airtel Limited (Holding Company)*	9,018	75.96%	5,105	57.00%
Nettle Infrastructure Investments Limited*	-	-	3,913	43.00%
CA Cloud Investments (formerly, Comfort Investments II)	2,854	24.04%	-	-

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**Nxtra Data Limited**  
**Notes to Financial Statements**

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

**d. Shareholding of Promoters**

S No.	Promoter Name	As of April 1, 2022		As of March 31, 2023		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
1	Bharti Airtel Limited*	5,105	57%	9,018	75.96%	(24.04)%
2	Nettle Infrastructure Investments Limited*	3,913	43%	-	-	-

S No.	Promoter Name	As of April 1, 2021		As of March 31, 2022		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
1	Bharti Airtel Limited	5,050	56%	5,105	57%	1.09%
2	Nettle Infrastructure Investments Limited	3,968	44%	3,913	43%	(1.39)%

\*upon approval of Hon'ble National Company Law Tribunal, Chandigarh Bench, vide its order received on January 25, 2023 in certified copy, the composite scheme of arrangement between Nettle Infrastructure Investments Limited ('Nettle'), Telesonic Networks Limited ('Telesonic'), their respective shareholders and Bharti Airtel Limited (Airtel), under sections 230 to 232 along with other applicable provisions of the Companies Act, 2013 ('Scheme') for amalgamation of Nettle and Telesonic, wholly-owned subsidiaries of Airtel, with Airtel has become effective from February 1, 2023, with an appointed date of April 1, 2022 in accordance with the Scheme.

Consequently, the erstwhile shareholding of 32.96% held by Nettle in the Company has been transferred to Airtel and post-merger Airtel now holds 75.96% in the Company.

**13. Other Equity**

- 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.
- Deemed capital contribution:** Deemed capital contribution represents the fair valuation impact of the off-market loans provided by the parent company.
- Capital reserve:** Capital reserve represent excess of amount paid over cost of assets acquired under common control.
- Securities premium:** It is used to record the premium on issue of equity shares. The same is utilised in accordance with the provisions of the Act.
- Share-based payment reserve:** The share based payment reserve is used to record the fair value of equity-settled share based payment transactions with employees.

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**Nextra Data Limited**  
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**14. Borrowings**

**Non-Current**

	As of	
	March 31, 2023	March 31, 2022
<b>Unsecured</b>		
Term loan	3,500	-
	<u>3,500</u>	<u>-</u>

**Current**

	As of	
	March 31, 2023	March 31, 2022
Commercial papers	-	2,343
	<u>-</u>	<u>2,343</u>

**Analysis of borrowings**

The details given below are gross of debt origination cost.

**14.1 Repayment terms of borrowings**

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

As of March 31, 2023							
	Interest rate	Type of borrowing	Frequency of installments	Number of installments outstanding per facility *	Within one year	Between one and two years	Between two and five years
Term loan ^	7.95%	Floating	Quarterly	12	-	1,167	2,333
					-	1,167	2,333

As of March 31, 2022						
Interest rate	Type of borrowing	Frequency of installments	Number of installments outstanding per facility *	Within one year	Between one and two years	Between two and five years
Commercial paper ^	5.4%	Fixed	One time	One time	2,450	
				2,450	-	-

\* The installments amount due are equal / equated per se.

^ The borrowings are in INR.



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**15. Derivative instruments**

	As of	
	March 31, 2023	March 31, 2022
Embedded derivatives	-	78
	-	<b>78</b>

**16. Other financial liabilities**

**Non-Current**

	As of	
	March 31, 2023	March 31, 2022
Liability component of CCPS (refer note 4(a))	-	17,802
	-	<b>17,802</b>

**Current**

	As of	
	March 31, 2023	March 31, 2022
Payables against capital expenditure	1,688	1,494
Employee payables	50	39
Others	30	2
	<b>1,768</b>	<b>1,535</b>

**17. Provisions**

**Non-Current**

	As of	
	March 31, 2023	March 31, 2022
Gratuity*	34	21
Others	2	1
	<b>36</b>	<b>22</b>

**Current**

	As of	
	March 31, 2023	March 31, 2022
Gratuity*	5	6
Other employee benefit plans*	16	12
Others	-	1
	<b>21</b>	<b>19</b>

\*Refer note 23 for movement of provision towards employee benefits.



**Nxtra Data Limited**  
**Notes to Financial Statements**

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

**18. Trade payables**

	As of	
	March 31, 2023	March 31, 2022
Due to micro enterprises and small enterprises	53	11
Others*	1,724	2,020
	<b>1,777</b>	<b>2,031</b>

\*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:

S No.	Particulars	For the year ended	
		March 31, 2023	March 31, 2022
1	Principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	53	11
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 during each accounting year	-	-
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.	-	-

**Trade payables ageing:**

**As of March 31, 2023**

Particulars	Unbilled	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Dues to micro and small enterprises (A)	-	53	0	0	0	53
(ii) Others (B)	1,573	107	22	19	3	1,724
Total dues to micro and small enterprises (A)						53
Total Others (B)						1,724

**As of March 31, 2022**

Particulars	Unbilled	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Dues to micro and small enterprises (A)	-	11	-	-	-	11
(ii) Others (B)	1,840	157	17	3	3	2,020
Total dues to micro and small enterprises (A)						11
Total Others (B)						2,020



**Nxtra Data Limited**  
**Notes to Financial Statements**

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

**19. Other liabilities**

**Current**

	As of	
	March 31, 2023	March 31, 2022
Taxes Payable *	80	55
Advance from customers	-	43
Others	22	1
	<b>102</b>	<b>99</b>

\* It mainly pertains to Goods & Services Tax ('GST') payable.

**20. Commitments**

**Capital Commitments**

The Company has contractual commitments towards capital expenditure (net of related advance) of Rs. 7,418 and Rs. 3,159 as of March 31, 2023 and March 31, 2022, respectively.

**21. Revenue from operations**

	For the year ended	
	March 31, 2023	March 31, 2022
Service revenue	15,956	13,155
Sale of products	55	178
	<b>16,011</b>	<b>13,333</b>

**Disaggregation of revenue**

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

	For the year ended	
	March 31, 2023	March 31, 2022
<b>Geographical Markets</b>		
India	15,750	12,945
Outside India	261	388
	<b>16,011</b>	<b>13,333</b>
<b>Major Product / Services lines</b>		
Data centre and managed services	15,956	13,155
Others	55	178
	<b>16,011</b>	<b>13,333</b>
<b>Timing of Revenue Recognition</b>		
Products transferred at a point in time	55	178
Services transferred over time	15,956	13,155
	<b>16,011</b>	<b>13,333</b>





**Nextra Data Limited**  
**Notes to Financial Statements**

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

**Contract Balances**

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

	<b>As of</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Unbilled revenue	910	767
Deferred revenue	75	81

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

	<b>For the year ended</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	<b>Unbilled revenue</b>	<b>Deferred revenue</b>
Revenue recognised that was included in deferred revenue at the beginning of the year	-	58
Increases due to cash received, excluding amounts recognised as revenue during the year	-	52
Transfers from unbilled revenue recognised at the beginning of the year to receivables	767	-

**21.1 Other income**

	<b>For the year ended</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Interest income	4	1
Net gain on FVTPL investments	30	4
Sale of scrap	330	332
Miscellaneous income	35	3
	<b>399</b>	<b>340</b>

**22. Data centre operating expenses**

	<b>For the year ended</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Electricity and water	6,584	5,678
Rent	563	229
Repair and maintenance	1,065	1,015
Others *	563	247
	<b>8,775</b>	<b>7,169</b>

\* It includes charges towards leased line charges, security and insurance.



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**Notes to Financial Statements**  
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**23. Employee benefits expense**

	For the year ended	
	March 31, 2023	March 31, 2022
Salaries and wages	270	216
Contribution to provident and other funds	17	13
Staff welfare expenses	16	19
Defined benefit plan / other long term benefits	14	9
Share based payment expense	6	1
	<b>323</b>	<b>258</b>

**23.1 Share-based payment plans**

The following table provides an overview of all existing share option plans of the Company:

Scheme	Plan	Vesting period (years)	Contractual term (years)
<b>Equity settled Plans</b>			
Scheme 2021	Nxtra Employee Stock Option Plan	1 - 4	7

The stock options vesting are subject to service and certain performance conditions mainly pertaining to certain financial parameters.

The movement in the number of stock options and the related weighted average exercise prices are as follows:

	For the year ended			
	March 31, 2023		March 31, 2022	
	Number of share options ('000)	Weighted average exercise price (Rs.)	Number of share options ('000)	Weighted average exercise price (Rs.)
<b>Equity Settled Plans</b>				
<b>Nxtra Employee Stock Option Plan</b>				
Outstanding at beginning of year	15	5,780	-	-
Granted	24	5,780	16	5,780
Exercised	-	-	-	-
Forfeited / expired	(1)	5,780	(1)	5,780
Outstanding at end of year	38	5,780	15	5,780
Exercisable at end of year	3	5,780	-	-

The details of weighted average remaining contractual life, weighted average fair value and weighted average share price for the options are as follows:

Weighted average	March 31, 2023	March 31, 2022
Remaining contractual life for the options outstanding as of (years)	5.54 to 6.37	6.54
Fair value for the options granted during the year ended (Rs.)	1,467	990
Share price for the options exercised during the year ended (Rs.)	-	-



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The fair value of options is measured using Black-Scholes valuation model. The key inputs used in the measurement of the grant date fair valuation of equity settled plans is given in the table below:

	For the year ended	
	March 31, 2023	March 31, 2022
Risk free interest rates	6.6% to 7.1%	5.34% to 6.19%
Expected life	30 to 66 months	48 to 84 months
Volatility	38%	24%
Dividend yield	0%	0%
Weighted average exercise price (Rs.)	5,780	5,780
Weighted average share price (Rs.)	4,575	4,232

The expected life of the stock options is based on the Company's expectations and is not necessarily indicative of exercise patterns that may actually occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the expected life of the options is indicative of future trends, which may not necessarily be the actual outcome. Further, the expected volatility is based on the weighted average volatility of the comparable benchmark companies.

### 23.2 Employee benefits

The details of significant defined benefit obligations are as follows:

	For the Year Ended			
	March 31, 2023		March 31, 2022	
	Gratuity	Compensated absences	Gratuity	Compensated absences
<b>Obligation:</b>				
Obligation as at beginning of the year	27	12	25	10
Current service cost	6	4	4	4
Interest cost	2	1	2	1
Benefits paid	(4)	(2)	(3)	(2)
Transfer	6	1	1	1
Remeasurements	2	-	(2)	(2)
<b>Present value of obligation</b>	<b>39</b>	<b>16</b>	<b>27</b>	<b>12</b>
<b>Current portion</b>	<b>5</b>	<b>16</b>	<b>6</b>	<b>12</b>
<b>Non-current portion</b>	<b>34</b>	<b>-</b>	<b>21</b>	<b>-</b>

As of March 31, 2023, expected contributions for the next annual reporting period is Rs. 11.

### Amount recognised in Other Comprehensive Income

	For the year ended	
	March 31, 2023	March 31, 2022
(Losses) / Gains from change in actuarial assumptions	(2)	2
Remeasurements of defined benefit plans	(2)	2

### 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.



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

	As of	
	March 31, 2023	March 31, 2022
Discount Rate	7.4%	7.2%
Rate of salary increase	7.0%	7.0%
Rate of attrition	12% to 25%	10% to 35%
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:

	Change in	As of	
		March 31, 2023	March 31, 2022
		Gratuity	
Discount Rate	+1%	(2)	(1)
	-1%	2	1
Salary Growth Rate	+1%	2	1
	-1%	(2)	(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 undiscounted maturity profile and duration of the gratuity liability:

	As of	
	March 31, 2023	March 31, 2022
Within one year	5	6
Within one - three years	9	9
Within three - five years	11	5
Above five years	16	8
Weighted average duration (in years)	5.98	5.14



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**24. Other expenses**

	For the year ended	
	March 31, 2023	March 31, 2022
Legal & professional charges#	55	7
Sales & marketing expense	138	110
Provision for doubtful receivables	8	(149)
Cost of goods sold	44	228
Repair and maintenance	210	128
Charity & donation^	43	29
Customer Care expenses	41	23
Rates, Fees and Taxes	20	12
Printing and Stationery	34	32
Other administrative expense*	135	5
	<b>728</b>	<b>425</b>

\* Other administrative expenses represent rent, consultancy charges and security expenses.

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

	For the year ended	
	March 31, 2023	March 31, 2022
Audit fees	3	3
Reimbursement of Expenses	0	0
	<b>3</b>	<b>3</b>

**^ Additional information pertaining to Corporate Social Responsibility (CSR)**

	For the year ended	
	March 31, 2023	March 31, 2022
Amount required to be spent by the company during the year	43	29
Amount of expenditure incurred	43	29
Shortfall at the end of the year	Nil	Nil
Total of previous years shortfall	Nil	Nil
Reason for shortfall	NA	NA
Nature of CSR activities	Promotion of Education	Promotion of Education
Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	Contribution done to Bharti Foundation	Contribution done to Bharti Foundation
Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	NA	NA

**25. Depreciation expense**

	For the year ended	
	March 31, 2023	March 31, 2022
Depreciation on property, plant and equipment	3,084	2,198
Depreciation on Right of Use Assets	281	257
	<b>3,365</b>	<b>2,455</b>



**Nxtra Data Limited****Notes to Financial Statements***(All amounts are in millions of Indian Rupee; unless stated otherwise)***26. Finance costs**

	For the year ended	
	March 31, 2023	March 31, 2022
Interest expense	148	134
Interest expense- lease liabilities	104	103
Other finance charges	20	0
Net exchange (gain)	(13)	(8)
	<b>259</b>	<b>229</b>

**27. Earnings per share ('EPS')**

The details used in the computation of basic and diluted EPS:

	For the year ended	
	March 31, 2023	March 31, 2022
Profit attributable to equity shareholder as per statement of profit and loss (A)	2,201	2,384
Weighted average number of equity shares for calculation of basic / diluted EPS (in thousands) (B)	11,872	10,413
<b>Earning per share</b>		
Equity share of face value Rs 10 per share		
Basic / diluted earnings per share (A)/(B)	185.40	228.99

*(This space is left blank intentionally)*

**Nextra Data Limited**  
**Notes to Financial Statements**

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

**28. Related party transactions**

**(i) Holding 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 Hexacom Limited  
Bharti Telemedia Limited  
Telesonic Networks Limited (merged with Bharti Airtel Limited w.e.f. February 1, 2023)  
Indo Teleports Limited  
Bharti Airtel (Hongkong) Ltd.  
Bharti Airtel (UK) Ltd.  
Bharti Airtel (USA) Ltd.  
Bharti Airtel International (Netherlands) B.V.  
Bharti Airtel Services Limited  
Airtel (Seychelles) Limited  
Airtel Congo (RDC) S.A.  
Airtel Congo S.A.  
Airtel Digital Limited  
Airtel Gabon S.A.  
Airtel Madagascar S.A.  
Airtel Malawi Limited  
Airtel Networks Kenya Limited  
Airtel Networks Ltd.  
Airtel Networks Zambia Plc  
Airtel Rwanda Limited  
Airtel Tanzania Limited  
Airtel Tchad S.A.  
Airtel Uganda Limited  
Celtel Niger S.A.

**(iv) Entity having significant influence over the Company**

CA Cloud Investments

**(v) Entity where parent company exercises significant influence**

**Fellow Joint Ventures**

Indus Towers Limited

**Fellow Associates**

Airtel Payments Bank Limited  
Lavelle Networks Private Limited  
Hughes Communications India Private Limited

**(vi) Other related parties\***

Aban Green Power Private Limited  
Beetel Teletech Limited (Formerly Known As Brightstar Telecommunication India Limited)  
Bharti AXA Life Insurance Company Limited  
Bharti Global Limited  
Bharti Land Ltd  
Bharti Real Estates Limited  
Bharti Realty Limited (Formerly Bharti Realty Private Limited)  
Centum Learning Limited  
Greenery Wind Corporation Private Limited  
Bharti Realty Holdings Limited  
Deber Technologies Private Limited  
Bharti Foundation

**(vii) Key Management Personnel**

Rajesh Tapadia  
Kapil Jethani (w.e.f September 1, 2021)  
Durgesh Pandey (uptil August 31, 2021)  
Ashish Arora (w.e.f September 1, 2022)

\* 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.



**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 are as follows:

	For the Year ended							
	March 31, 2023				March 31, 2022			
	Parent Company	Fellow Subsidiaries	Entity having significant influence over the Company	Other related parties	Parent Company	Fellow Subsidiaries	Entity having significant influence over the Company	Other related parties
Rendering of services	12,078	400	-	132	10,565	323	-	170
Receiving of services	506	39	-	21	698	23	-	3
Reimbursement of energy expenses	4,854	-	-	322	4,245	-	-	375
Expenses incurred on behalf of the Company	218	1	-	8	202	0	-	-
Expenses incurred on behalf of others	13	-	-	-	1	2	-	-
Issuance of CCPS	-	-	-	-	-	-	10,880	-
Loans taken	4,277	-	-	-	32,367	-	-	-
Repayment of loans taken	4,277	-	-	-	32,367	-	-	-
Donation	-	-	-	43	-	-	-	19
Repayment of lease liability	384	-	-	30	-	-	-	55
Issuance of equity shares	-	-	17,880	-	-	-	-	-

(This space is left blank intentionally)





**Nxtra Data Limited**  
**Notes to Financial Statements**

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

The significant transactions with related parties are as follows:

		<b>For the year ended</b>	
		<b>March 31, 2023</b>	<b>March 31, 2022</b>
(i)	<b>Rendering of services</b>		
	<b>Parent Company</b>		
	Bharti Airtel Limited*	12,078	10,565
(ii)	<b>Receiving of services</b>		
	<b>Parent Company</b>		
	Bharti Airtel Limited	506	698
(iii)	<b>Expenses incurred on behalf of the Company</b>		
	<b>Parent Company</b>		
	Bharti Airtel Limited	218	202
(iv)	<b>Reimbursement of energy expenses</b>		
	<b>Parent Company</b>		
	Bharti Airtel Limited	4,854	4,245
(v)	<b>Loan taken</b>		
	<b>Parent Company</b>		
	Bharti Airtel Limited	4,277	32,367
(vi)	<b>Repayment of loan taken</b>		
	<b>Parent Company</b>		
	Bharti Airtel Limited	4,277	32,367
(vii)	<b>Interest accrued</b>		
	<b>Parent Company</b>		
	Bharti Airtel Limited	111	-
(viii)	<b>Issuance of CCPS</b>		
	<b>Other related party</b>		
	CA Cloud Investments	-	10,880
(ix)	<b>Issuance of Equity shares</b>		
	<b>Entity having significant influence over the Company</b>		
	CA Cloud Investments (refer note 4(a))	17,880	-
(x)	<b>Repayment of lease liability</b>		
	<b>Parent Company</b>		
	Bharti Airtel Limited	384	-

\* Includes advance billing.

*(This space is left blank intentionally)*



**Nextra Data Limited**  
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The outstanding balances of the above mentioned related parties are as follows:

	Parent Company	Fellow Subsidiaries	Other related parties
<b>As of March 31, 2023</b>			
Trade payables	-	23	77
Other financial liabilities (including derivative)	-	-	-
Trade receivables	921	353	56
Lease liability	1,358	-	-
Security deposit (asset)	54	-	14
<b>As of March 31, 2022</b>			
Trade payables	-	2	60
Other financial liabilities (including derivative)	-	-	17,880
Trade receivables	1,450	271	61
Lease liability	-	-	543
Security deposit (asset)	0	-	78

Outstanding balances at year end are unsecured and settlement occurs in cash.

**Transactions with KMP**

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:

	<b>For the year ended</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Short-term employee benefits	35	23
Performance linked incentive ('PLI')#	7	3
Post-employment benefits	2	1
Share-based payment	6	0
	<b>50</b>	<b>27</b>

# 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, 2023, PLI of Rs. 4 (March 31, 2022: Rs. 4) 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.

*(This space is left blank intentionally)*



## 29. Leases

### 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, 2023 and March 31, 2022:

	<b>Building</b>	<b>Land</b>	<b>Total</b>
<b>Balance as at April 1, 2021</b>	<b>664</b>	<b>770</b>	<b>1,434</b>
Additions	989	1,094	2,083
Depreciation expense	(239)	(18)	(257)
Disposals / adjustments	(45)	-	(45)
<b>Balance as at March 31, 2022</b>	<b>1,369</b>	<b>1,846</b>	<b>3,215</b>
<b>Balance as at April 1, 2022</b>	<b>1,369</b>	<b>1,846</b>	<b>3,215</b>
Additions	62	-	62
Depreciation expense	(259)	(22)	(281)
Disposals / adjustments	(10)	(1)	(11)
<b>Balance as at March 31, 2023</b>	<b>1,162</b>	<b>1,823</b>	<b>2,985</b>

- Building

The company's lease of building comprise of lease of property where data center is built.

- 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

	<b>For the year ended</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
<b>Leases under Ind AS 116</b>		
Interest on lease liabilities	104	103
Expenses relating to leases of low-value assets, excluding short-term leases of low value assets	8	5

#### Amounts recognised in statement of cash flows

	<b>For the year ended</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
<b>Leases under Ind AS 116</b>		
Cash outflow for leases	269	182

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

	<b>As of</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
<b>Leases under Ind AS 116</b>		
Not later than one year	401	444
Later than one year but not later than five years	1,072	1,207
Later than five years	251	360
	<b>1,724</b>	<b>2,011</b>

### 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 strategies focus on the unpredictability of these elements and seek to minimise 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 framework, 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, receivables and borrowings. However, foreign exchange exposure mainly 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 capex 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)
<b>For the year ended March 31, 2023</b>			
US Dollars	+5%	16	-
US Dollars	-5%	(16)	-
<b>For the year ended March 31, 2022</b>			
US Dollars	+5%	15	-
US Dollars	-5%	(15)	-

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.



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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:

<b>Interest rate sensitivity</b>	<b>Increase / decrease in basis points</b>	<b>Effect on profit before tax</b>
<b>For the year ended March 31, 2023</b>		
INR - borrowings	+100	(35)
	-100	35
<b>For the year ended March 31, 2022</b>		
INR - borrowings	+100	-
	-100	-

The sensitivity disclosed in the above table is attributable to floating-interest rate borrowings and the interest swaps.

**(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, investment in bank deposits and mutual funds.

### Trade receivables

The trade receivables of the Company are typically non-interest bearing unsecured 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.

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 impaired if the payments are more than 90 days past due.

	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, 2023	565	240	163	302	516	1,786
Trade Receivables as of March 31, 2022	1,037	510	925	236	168	2,876

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.

### Financial Instruments and Cash Deposits

The Company's treasury, in accordance with the board approved policy, maintains its cash and cash equivalents, deposits and investment in mutual funds with banks, financial and other institutions, having good reputation and past track record, and high credit rating. Similarly, counter-parties of the Company's other receivables carry either no or very minimal credit risk. Further, the Company reviews the credit-worthiness of the counter-parties (on the basis of its ratings, credit spreads and financial strength) of all the above assets on an on-going basis, and if required, takes necessary mitigation measures.

### (iv) Price risk

The Company invests its surplus funds in various mutual funds, and fixed deposits. In order to manage its price risk arising from investments, the Company diversifies its portfolio in accordance with the limits set by the risk management policies.



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**(v) 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.

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

Particulars	As of March 31, 2023						Total
	Carrying amount	On Demand	Less than 6 months	6 to 12 months	1 to 2 years	> 2 years	
Interest bearing borrowings**	3,500	-	140	140	1,388	2,520	4,188
Other financial liabilities	1,768	-	1,768	-	-	-	1,768
Trade payables	1,777	-	1,777	-	-	-	1,777
Lease liabilities*	1,403	-	231	170	317	1,005	1,723
<b>Financial liabilities</b>	<b>8,448</b>	<b>-</b>	<b>3,916</b>	<b>310</b>	<b>1,705</b>	<b>3,525</b>	<b>9,456</b>

Particulars	As of March 31, 2022						Total
	Carrying amount	On Demand	Less than 6 months	6 to 12 months	1 to 2 years	> 2 years	
Interest bearing borrowings**	2,343	-	-	2,450	-	-	2,450
Other financial liabilities ^	1,535	-	1,535	-	-	-	1,535
Trade payables	2,031	-	2,031	-	-	-	2,031
Lease liabilities*	1,639	-	269	176	348	1,218	2,011
<b>Financial liabilities</b>	<b>7,548</b>	<b>-</b>	<b>3,835</b>	<b>2,626</b>	<b>348</b>	<b>1,218</b>	<b>8,027</b>

#It includes contractual interest payment based on interest rate prevailing at the end of the reporting period over the tenor of the borrowings / lease liabilities.

\*Interest accrued has been included in interest bearing borrowings and excluded from other financial liabilities.

^Compulsorily convertible preference shares are 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:





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Balance sheet caption	Statement of cash flows line items	April 1, 2022	Cash flows	Non cash changes			March 31, 2023
				Interest capitalised	Interest expense	Other	
Borrowings	Proceeds / repayments of borrowings (including short term)	2,343	1,063	-	-	94	3,500
Interest accrued	Interest and other finance charges paid	(0)	(74)	-	168	(94)	0
Lease liability	Payment of lease liabilities	1,639	(391)	-	104	51	1,403

Balance sheet caption	Statement of cash flows line items	April 1, 2021	Cash flows	Non cash changes			March 31, 2022
				Interest capitalised	Interest expense	Other	
Borrowings	Proceeds / repayments of borrowings (including short term)	4,400	(2,189)	-	-	132	2,343
Interest accrued	Interest and other finance charges paid	7	(101)	92	134	(132)	(0)
Lease liability	Payment of lease liabilities	906	(1,408)	-	103	2,038	1,639

**Disclosure of non-cash transactions**

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
ROU additions during the year by means of lease	62	2,083

**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, declare dividends, return capital to shareholders, 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, 2023	March 31, 2022
Borrowings	3,500	2,343
Less: Cash and Cash equivalents	81	1,869
<b>Net Debt</b>	<b>3,419</b>	<b>474</b>
Equity	25,323	5,230
<b>Total Capital</b>	<b>25,323</b>	<b>5,230</b>
<b>Capital and Net Debt</b>	<b>28,742</b>	<b>5,704</b>
Gearing Ratio	11.90%	8.31%





### 31. 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:

		Carrying value as of		Fair value as of	
	Level	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
<b>Financial assets</b>					
<b>Fair value through profit or loss</b>					
Investments - quoted	Level 1	666	150	666	150
Investments - unquoted	Level 2	73	4	73	4
<b>Amortised cost</b>					
Trade receivables		1,786	2,876	1,786	2,876
Cash and cash equivalents		81	1,869	81	1,869
Other bank balances		8	8	8	8
Other financial assets		1,456	1,294	1,456	1,294
		<b>4,070</b>	<b>6,201</b>	<b>4,070</b>	<b>6,201</b>
<b>Financial liabilities</b>					
<b>Fair value through profit or loss</b>					
Derivative Instruments	Level 3	-	78	-	78
<b>Amortised cost</b>					
Borrowings - fixed	Level 1	-	2,343	-	2,343
Borrowings - floating		3,500	-	3,500	-
Trade payables		1,777	2,031	1,777	2,031
Other financial liabilities		1,768	19,337	1,768	19,337
		<b>7,045</b>	<b>23,789</b>	<b>7,045</b>	<b>23,789</b>

The following methods / assumptions were used to estimate the fair values.

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

The fair value of non-current financial assets, other long-term borrowings and other financial liabilities is estimated by discounting future cash flows using current rates applicable to instruments with similar terms, currency, credit risk and remaining maturities. The following table describes the key inputs used in the valuation (basis discounted cash flow technique) of Level 2 & Level 3 financial assets / liabilities as of March 31, 2023 and March 31, 2022:

Financial assets / liabilities	Inputs used
Investments	Prevailing interest rates in market, inflation rates
Derivative Instruments	Prevailing interest rates in market, inflation rates

During the year ended March 31, 2023 and March 31, 2022, there were no transfers between Level 1 and Level 2 fair value measurements.



**Nxtra Data Limited**  
**Notes to Financial Statements**

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

**32. Title deeds of immovable properties not held in the name of the Company**

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the Company
PPE	Freehold Land	883	Telangana State Industrial Infrastructure Corporation Limited (TSIIC)	No	December 23, 2022	Ownership of the land is transferred and vested in the hands of the Company through allotment letter, title deed in the name of the Company is still pending.



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

**33. Ratios**

The following are analytical ratios for the year ended March 31, 2023 and March 31, 2022

Particulars	Numerator	Denominator	March 31, 2023	March 31, 2022	% Variance	Reason for variance
Current Ratio - [no. of times]	Current Assets	Current Liabilities	1.04	0.99	6%	Not applicable.
Debt-equity Ratio - [no. of times] *	Non-Current borrowings (+) current borrowings (-) cash and cash equivalents	Equity	0.14	0.09	49%	Increase on account of borrowing raised during the year.
Debt service coverage ratio - [no. of times]	Profit before depreciation, finance costs and tax	Interest expenses (+) principal repayments of long term debt (+) payment of lease liabilities	2.22	1.63	36%	Increase on account of higher profit during the year.
Return on equity ratio - [no. of times]	Net Profit	Average Equity	0.14	0.59	(76)%	Decrease on account of higher average equity of the company during the year.
Trade receivables turnover ratio - [no. of days]	Average trade receivables	Revenue from operations / no. of days for the period	53	51	5%	Not applicable.
Net capital turnover ratio - [no. of times]	Revenue from operations	Working Capital (i.e. current assets - current liabilities)	94.18	(140.31)	(167)%	Decrease on account of higher working capital during the year.
Net profit ratio (%)	Net Profit	Revenue from operations	13.7%	17.9%	(23)%	Not applicable.
Return on capital employed (%)	Earnings Before Interest and Tax (EBIT)	Average Capital Employed #	17.4%	46.3%	(62)%	Decrease on account of higher capital employed during the year.
Return on investment	Income generated from investments	Average current investment	7%	0.9%	742%	Increase on account of higher return on investment in current year.

\* excluding lease liabilities

# Average Capital Employed = Average of (Equity + Net Debt)

Considering the principal activities of the company are in the nature of services, inventory turnover ratio and trade payables turnover ratio are not relevant.



**Nxtra Data Limited****Notes to Financial Statements***(All amounts are in millions of Indian Rupee; unless stated otherwise)***34. Relationship with struck off companies**

(Amt in INR Millions)

Relationship with struck off Company	Nature of transactions	Name of the Struck off company	Balance outstanding as of March 31, 2023	Balance outstanding as of March 31, 2022
Vendor	Payables	Nature Conservancy Consultancy Private Limited	0	0

