

SNMG & CO.
CHARTERED ACCOUNTANTS
F-378, SARITA VIHAR,
NEW DELHI-110076
Ph. 29948663/29948664
email : gargrk58@gmail.com

Independent auditor's report

To the Members of Diensten Tech Limited (formerly known as JKT Consulting Limited)

Report on the audit of the financial statements

Opinion

1. We have audited the financial statements of Diensten Tech Limited (formerly known as JKT Consulting Limited) ("the Company"), which comprise the Balance Sheet as at March 31, 2022, the statement of Profit and Loss, the Cash Flow Statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its profit and its cash flows for the year ended on that date.

Basis for Opinion

3. We conducted our audit 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 Responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Other Information

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. 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 bring to the attention of the users that the audit of the financial statements has been performed in the aforesaid conditions.

We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

5. 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, and cash flows of the Company in accordance with the accounting



principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the financial statements

7. 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.
8. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances; but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
9. 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.
10. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



Report on Other Legal and Regulatory Requirements

11. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
12. As required by Section 143(3) of the Act, 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, the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B", and
 - (g) The company, being a public company, is covered under the provisions of section 197 relating to managerial remuneration read with Schedule V of the Act, but it has not paid any managerial remuneration for the year ended March 31, 2022
 - (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, in our opinion and to the best of our information and according to the explanations given to us:
 1. The Company does not have any pending litigations which would impact its financial position.
 2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 4. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner



whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (c) Based on the audit procedures 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.
5. As per the notes to the financial statements
- (a) No final dividend has been proposed, declared or paid by the Company in the previous year, and hence, Section 123 of the Act, is not applicable.
- (b) No interim dividend has been declared or paid by the Company during the year and until the date of this report and hence, Section 123 of the Act, is not applicable.
- (c) The Board of Directors of the Company have not proposed any final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting and hence, Section 123 of the Act, is not applicable.

Place: New Delhi
Date: June 23 2022

UDIN: 22083911A00XCE4394



For SNMG & Co.
FRN: 004921N
Chartered Accountants

A handwritten signature in blue ink, appearing to read "Rakesh Kumar".

Rakesh Kumar
Partner
M.No. 083911

“Annexure A” to Independent Auditors’ Report

The Annexure referred to in Independent Auditors’ Report to the members of **Diensten Tech Limited (formerly known as JKT Consulting Limited)** on the financial statements for the year ended March 31, 2022,

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company’s Property, Plant and Equipment and Intangible Assets
 - (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Intangible Assets.
 - (b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and according to the information and explanations given to us, no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets.
 - (c) The Company is not having any immovable property.
 - (d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
 - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii.
 - (a) The company is not having inventory during the year, hence the said clause is not applicable.
 - (b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. The Company has made investments in, companies, firms, Limited Liability Partnerships, and granted unsecured loans to other parties, during the year, in respect of which:
 - (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
 - (b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company’s interest.
 - (c) The Company has not granted any loan during the year and therefore, there is no schedule for repayment of principal or interest and hence, reporting under clause 3(iii)(c) of the Order is not applicable.
 - (d) The Company has not granted any loan during the year and therefore, there is no overdue amount remaining outstanding as at the balance sheet date and hence, reporting under clause 3(iii)(d) of the Order is not applicable.
 - (e) The Company has not granted any loan during the year and therefore, no loan has fallen

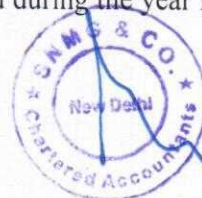


due during the year, nor has been renewed nor extended nor fresh loans granted to settle the overdues of existing loans given to the same parties and hence, reporting under clause 3(iii)(e) of the Order is not applicable.

- (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

The Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.

- iv. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loan, investment, guarantees and securities.
- v. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India read with the provisions of Sections 73 to 76 or any other relevant provisions of the Act, the Companies (Acceptance of Deposit) Rules, 2014 with regard to the deposits accepted from the public are not applicable.
- vi. The Central Government of India has not specified the maintenance of cost records under subsection (1) of Section 148 of the Act, in respect of the activities carried on by the company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- vii. In Respect of statutory dues:
- (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including provident fund, employees state insurance, income-tax, sales tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2022 for a period of more than six months from the date on when they become payable.
- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, sales-tax, wealth-tax, goods and service-tax, duty of customs, and duty of excise or value added tax or cess which have not been deposited on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution or bank.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.



- (e) The Company has no subsidiaries and hence, reporting under clause 3(ix)(e) of the Order is not applicable
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x. (a) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer or term Loans and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) No whistle blower complaints were received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with section 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of sec 177 are not applicable to the company and accordingly reporting under clause 3(xiii) insofar as it relates to section 177 of the Act is not applicable to the Company and hence not commented upon..
- xiv. (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 for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. 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 realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx (a) The provisions of Corporate Social Responsibility (CSR) are not applicable to the Company and hence, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- (b) The provisions of Corporate Social Responsibility (CSR) are not applicable to the Company and therefore, there are no ongoing projects and hence, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

For SNMG & Co.

FRN : 004921N

Chartered Accountants



Rakesh Kumar

Partner

M. No. : 083911

Place: New Delhi

Date : June 23 2022

UDIN: 22083911 A00XCE4394

“Annexure B” to Independent Auditors’ Report

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

Referred to in Paragraph 2(f) under the heading “Report on Other Legal & Regulatory Requirement” of our report of even date to the financial statements of the Company for the year ended March 31, 2022:

We have audited the internal financial controls over financial reporting of **M/S Diensten Tech Limited (formerly known as JKT Consulting Limited)** (“the Company”) as of March 31, 2022 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 control based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Controls over Financial Reporting

A Company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal



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

Inherent Limitations of Internal Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Delhi

Date: June 23 2022

UDIN: 22083911A00XCE4394



For SNMG & Co.

FRN: 004921N

Chartered Accountants

A handwritten signature in blue ink, appearing to read 'Rakesh Kumar', written over the printed name.

Rakesh Kumar

Partner

M.no. : 083911

Diensten Tech Limited
BALANCE SHEET AS AT MARCH 31, 2022

(All amounts are in Thousand, unless otherwise stated)

Particulars	Notes	As at March 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
I EQUITY AND LIABILITIES			
Shareholders' Funds			
(a) Share Capital	3	33,625.83	8,600.00
(b) Reserve and Surplus	4	(19,626.62)	(19,772.68)
Non- Current Liabilities			
(a) Long term provisions	5	411.05	4,860.57
Current Liabilities			
(a) Short term borrowings	6	-	34,411.79
(b) Trade Payables	7		
(a) Total outstanding dues of micro enterprises and small enterprises, and		147.43	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		726.32	783.99
(c) Other current liabilities	8	5,071.35	7,452.97
(d) Short term provisions	9	55.38	697.88
TOTAL		20,410.73	37,034.52
II ASSETS			
Non Current Assets			
(a) Property, Plant and Equipment	10	37.81	47.11
(b) Deferred tax assets (net)	11	398.90	1,884.97
(c) Other Non Current Assets	12	9,718.12	9,617.73
Current Assets			
(a) Trade Receivables	13	4,226.53	9,578.60
(b) Cash and cash equivalents	14	2,313.26	9,398.16
(c) Short term loans and advances	15	1,849.28	4,608.88
(d) Other Current Assets	16	1,866.84	1,899.07
TOTAL		20,410.73	37,034.52

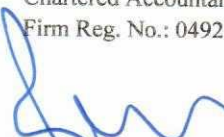

Significant Accounting Policies

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The Accompanying notes form an integral part of the financial statements


As per our report of even date

For SNMG & Co
Chartered Accountants
Firm Reg. No.: 04921N

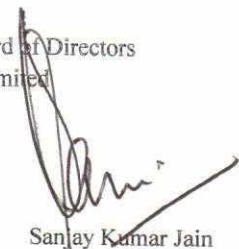



Rakesh Kumar
Partner
M.No.:083911

For and on behalf of Board of Directors
of Diensten Tech Limited



Vipul Prakash
Chairman & Managing Director
DIN:01334649



Sanjay Kumar Jain
Director
DIN:1014176

Place : New Delhi
Date: 23.06.2022

Diensten Tech Limited

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2022


(All amounts are in Thousand, unless otherwise stated)

Particulars	Notes	Year ended March 31, 2022 (Rs.)	Year ended March 31, 2021 (Rs.)
Revenue			
I Revenue from operation	17	7,240.98	52,320.23
II Other Income	18	412.42	185.76
Total Income		7,653.40	52,505.99
III Expenses			
(a) Employee Benefit Expenses	19	402.61	23,497.36
(b) Other Expenses	20	4,958.00	8,782.01
(c) Finance Costs	21	1,644.72	3,854.81
(d) Depreciation and Amortization expense	22	9.30	24.85
Total expenses		7,014.64	36,159.03
IV Profit Before Exceptional & Extraordinary Items & Tax		638.76	16,346.96
Exceptional & Extraordinary Items		-	-
V Profit Before Tax		638.76	16,346.96
VI Tax Expenses			
(a) Current Tax(Provision)		339.70	2,728.63
(b) Tax of Earlier years		83.37	50.46
(b) Deferred Tax		69.64	3,344.67
(c) Mat Credit for the Year		-	(1,484.47)
		492.71	4,639.30
VII Profit for the Year		146.06	11,707.65
VIII Earnings per Equity Share:	26		
(a) Basic		0.04	13.61
(b) Diluted		0.17	13.61

This is the statement of profit and loss referred to in our report of even date
The notes are an integral part of these financial statements

For SNMG & Co
Chartered Accountants
Firm Reg. No.: 04921N

Rakesh Kumar
Partner
M.No.:083911



For and on behalf of Board of Directors
of Diensten Tech Limited

Vipul Prakash
Chairman & Managing Director
DIN:01334649

Sanjay Kumar Jain
Director
DIN:1014176

Place : New Delhi
Date: 23.06.2022

Diensten Tech Limited
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022

(All amounts are in Thousand, unless otherwise stated)

Particulars	Year ended March 31, 2022 (Rs.)	Year ended March 31, 2021 (Rs.)
A. Cash Flow from Operating Activities		
Profit Before Tax	638.76	16,346.96
Adjustment For:		
Depreciation & Amortization	9.30	24.85
Deferred Tax Adjustment	1,416.44	-
Fixed Assets Written Off	-	417.76
Bad Debt written off	-	1,630.57
Interest Expenses	1,618.18	3,845.44
Interest Income	(68.06)	(86.03)
Operating profit before working capital changes	3,614.62	22,179.54
Adjustments For:		
(Increase)/Decrease in Sundry Debtors	5,352.07	(330.88)
(Increase)/decrease in Inventories	-	-
(Increase)/decrease in Loans, Advances & Other assets	5,466.27	1,835.42
Increase/(decrease) in Trade Payable	89.76	(818.23)
Increase/(decrease) in CL & Provisions	(7,473.65)	(1,487.11)
Cash Generated from operations	7,049.08	21,378.75
Less: Direct Tax Paid	3,114.53	4,165.58
Less: Tax Adjustment	83.37	50.46
Net Cash Flow from Operating Activities	3,851.18	17,162.71
B. Cash Flow From Investing Activities		
Interest Income	68.06	86.03
Fixed Deposit placed with banks having original maturity over three months closing	(185.92)	(1,540.01)
Fixed Deposit with banks matured having original maturity over three months opening	1,540.01	1,345.52
Net Cash flow from Investing Activity	1,422.16	(108.46)
C. Cash flow from Financing Activities		
Proceeds (Repayment) of short term borrowings	(34,411.79)	(6,129.54)
Increase in Share Capital	25,025.83	-
Interest Paid	(1,618.18)	(3,845.44)
Net Cash flow from Investing Activity	(11,004.14)	(9,974.98)
Net increase/(decrease) in cash and cash equivalent during the year(A+B+C)	(5,730.81)	7,079.26
Cash & Cash Equivalent at the beginning of the Year	7,858.15	778.89
Cash & Cash Equivalent at the end of the Year	2,127.34	7,858.15
Cash & Cash Equivalents:		
Cash on Hand	-	8.03
On Current Accounts	2,127.34	7,850.12
	2,127.34	7,858.15

Note

The Above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the accounting standard (AS 3) Statement of Cash Flow.

As Per Our Report of Even Date Attached

For SNMG & CO
Chartered Accountants
Firm Reg. No.: 04921N

Rakesh Kumar
Partner
M.No.:083911



For and on behalf of Board of Directors
of Diensten Tech Limited

Vipul Prakash
Chairman & Managing Director
DIN:01334649

Sanjay Kumar Jain
Director
DIN:1014176

Place : New Delhi
Date: 23.06.2022

Diensten Tech Limited

Notes Forming part of Financial Statement

1). CORPORATE INFORMATION

Diensten Tech Limited (Formerly known as JKT Consulting Limited (CIN: U74140DL2007PLC160160) was incorporated on 06.03.2007 as a Public Limited Company. The Certificate of Commencement of Business was granted to it by the Registrar of Companies, NCT of Delhi and Haryana with effect from 19.06.2007. The company has its Registered Office at A-2, Local Shopping Complex, Masjid Moth, Greater Kailash - II, New Delhi - 110048 and its corporate office at F-2 & 3, Sector 3, Noida 201301. The shares of the Company held by M/s JK Technosoft Limited transferred on 29.03.2022 and it ceases to be subsidiary of JK Technosoft Ltd. The main objectives of the Company is to provide Business solution.

2). SIGNIFICANT ACCOUNTING POLICIES

A Basis of Preparation

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. Pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply. Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under section 211(3c) of the Companies (Accounting Standard) Rules, 2006, as amended and other provisions of the Companies Act, 2013.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of services and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current - non current classification of assets and liabilities.

B Use of Estimates

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities, including the disclosure of contingent liabilities as of the date of the financial statements and the reported income and expenses during the reporting period like provision for employee benefits, provision for doubtful debts, useful lives of fixed assets, calculation of work in progress and provision for taxation etc. The Management believe that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates between the actual results and the estimates are recognized in the periods in which the results are known/ materialize.

C Revenue Recognition

The company derives its revenues primarily from software and education services. Revenue from software development on time and material basis is recognized as the related services are rendered. Revenue from fixed price contracts is recognized using the milestone completion certificate as per contract or work order. Pre-received Income represent the excess of billing over cost and earning while accrued income represent the excess of cost and earning over billing. Maintenance revenue is recognized over period of maintenance contract. Education/ Training Revenue is recognized on a time proportion basis taking into account the time spent thereon compared with the scheduled completion thereof and the total course fee. Revenue from Sale of Software is recognized on delivery of goods by transferring all risk and reward to customers.

D Tangible Assets and Capital work-in-progress

Tangible Assets are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition is inclusive of freight, duties, taxes and other directly attributable expenses incurred to bring the assets to their working condition for intended use.

Subsequent costs related to an item of Property, Plant & Equipment are recognised in the carrying amount of the item if the recognition criteria are met.

E Intangible Assets

Intangible assets are recorded at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortization and impairment.

F Depreciation and Amortization

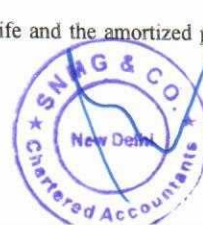
Tangible Fixed Assets

Depreciation on fixed assets is provided using straight line method as per the useful life prescribed in Schedule II of the Companies Act, 2013.

In respect of fixed assets whose useful life has been revised, the unamortized depreciable amount is charged over the revised remaining useful life.

Intangible Fixed Assets

The intangible assets are amortized over a period of three years based on its estimated useful life and the amortized period are reviewed at the end of each financial year.



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G Impairment of Assets

The carrying amount of assets, other than inventories is reviewed at each balance sheet date, to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of assets is estimated.

An impairment loss is recognized, whenever the carrying amount of assets or its cash generating units exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use which is determined based on the estimated future cash flow generated from the continuing use of an asset and from its disposal at the end of its useful life, discounted to their present value.

An impairment loss is reversed, if there has been a change in the estimates made to determine and recognize the recoverable amount in the earlier year.

H Inventories

Closing stock (Traded) has been valued at lower of cost or net realizable value. Closing stock of Work-in-Progress has been valued at Cost plus appropriate overheads, as certified by the Management.

I Foreign Currency Transactions

Initial Recognition

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

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

Exchange Differences

Exchange differences arising on the settlement of monetary items or on restatement of monetary items at rates different from those at which they were initially recorded during the period, are recognized as income or as expenses in the period in which they arise.

J Provision for Current and Deferred Tax

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognized as an assets in the Balance Sheet where it is probable that future economic benefits associated with it will flow to the Company.

Deferred tax is recognized on timing differences between the accounting income and the taxable income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the balance sheet date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized only to the extent there is a reasonable certainty that assets can be realized in future. However, where there is unabsorbed depreciation or carry forward of losses and item related to capital losses, deferred tax assets are recognized only if there is a virtual certainty supported by convincing evidence of realization of such assets.

K Retirement Benefits

Gratuity

The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount base on the respective employee's salary and the tenure of employment with the company.

Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method. The Company recognized the net obligation of the gratuity plan in the Balance Sheet as an asset or liability, respectively in accordance with Accounting Standard (AS) 15, "Employee Benefits". Actuarial gains and losses arising from experience adjustments and changes in actuarial assumption are recognized in the Statement of Profit and Loss in the period in which they arise.

Provident fund

Eligible employees receive benefits from a provident fund, which is a defined benefit plan. Both the employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the employee's salary. The Company contributes the same to Regional Provident Fund Corporation, Noida, UP. The Employee Deposit Link Scheme (EDLI) and Employee Pension Fund are covered by RPFC, Noida, UP.



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Compensated absence

The employees of the Company are entitled to compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absence is determined by actuarial valuation using projected unit credit method on the additional amount expected to be paid/availed as a results of the unused entitlement that has accumulated at the Balance Sheet date. Expenses on non-accumulating compensated absences is recognized in the period in which the absence occurs.

L Lease

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets are recognized as operating leases. Operating Lease payments are recognized as an expenses in the statement of profit and loss as per the lease terms.

Assets leased by the Company in its capacity as lessee where substantially all the risks and rewards of ownership vest in the Company are classified as finance lease. Such leases are capitalized at the inception of the lease and charged off in accordance with the applicable terms/ years of lease.

M Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when the company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on best estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and are adjusted to reflect the current best estimates. Contingent liabilities are not recognized but are disclosed in the notes to accounts. A contingent asset is neither recognized nor disclosed in financial statements.

N Earning Per Share

Basic earning per share is computed by dividing the Net Profit after tax by the weighted average number of equity shares outstanding during the period.

Diluted earnings per shares is computed by dividing the Net profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity share that could have been issued upon conversion of all dilutive potential shares, if any.

O Cash and Cash Equivalent

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition) and which are subject to insignificant risk of changes in value.

P Cash Flow Statement

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



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Diensten Tech Limited

Notes Forming part of Financial Statement

3) SHARE CAPITAL

	As at March 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
Authorized		
1,00,00,000 Equity Shares (March 31, 2021: 10,00,000) of Rs. 10 each	1,00,000	10,000
	<u>1,00,000</u>	<u>10,000</u>
Issued, subscribed and fully paid-up		
33,62,583 Equity Shares (March 31, 2021: 860,000) of Rs. 10 each	33,626	8,600.00
	<u>33,626</u>	<u>8,600.00</u>

(a) Reconciliation of number of Shares

	As at March 31, 2022 Number of Shares	As at March 31, 2021 Number of Shares
Equity Shares		
Balance as at the beginning of the year/ period	860000	860000
Add: Issued during the year/ period	2502583	-
Balance as at the end of the year/ period	<u>3362583</u>	<u>860000</u>

b) Terms/ right attached to the Equity Shares

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

In the event of liquidation of the company, the holders of equity share will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Increase in Authorised Capital

During the financial year 2021-22, the authorised equity share capital of the company was increased vide approval of share holders of the Company dated March 10, 2022 from Rs. 10,000 Thousands divided into 1000000 equity shares @ 10/- each to Rs. 1000000 Thousands divided into 10000000 equity shares of Rs. 10/- each.

d) Details of Shareholding holding more than 5% shares in the company

Equity Share of Rs.10/- Each

J.K. Traders Limited
Vipul Prakash
Tina Prakash
JK Technosoft Limited

As at March 31, 2022		As at March 31, 2021	
No. of Shares	% held	No. of Shares	% held
-	-	-	-
22,86,551	68.00%	-	-
4,62,355	13.75%	-	-
4,62,355	13.75%	-	-
-	-	8,59,994	99.999%

e) Details of Shares held by the promoters at the end of the financial year 2021-22

S. No.	Promoter' Name	No. of Shares	% age of total shares held	% age change during the Year
1	Abhishek Singhania	1	0.0001	No Change
2	Satish Chandra Gupta	1	0.0001	No Change
3	Shyam Verma	1	0.0001	No Change
4	R.K. Kamra	1	0.0001	No Change
5	Yuvraj Bahadur	1	0.0001	No Change
6	Rajiv Mittal	1	0.0001	No Change

f) Details of Shares held by the promoters at the end of the financial year 2020-21

S. No.	Promoter' Name	No. of Shares	% age of total shares held	% age change during the Year
1	Abhishek Singhania	1	0.0001	No Change
2	Satish Chandra Gupta	1	0.0001	No Change
3	Shyam Verma	1	0.0001	No Change
4	R.K. Kamra	1	0.0001	No Change
5	Yuvraj Bahadur	1	0.0001	No Change
6	Rajiv Mittal	1	0.0001	No Change
7	JK Technosoft Limited	859994	99.999	No Change

4) RESERVES AND SURPLUS

Surplus/ (Deficit) in statement of profit and loss

Balance as at the beginning of the year/ period

Profit/ (Loss) for the year/ period

Balance as at the end of the year/ period

As at March 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
(19,772.68)	(31,480.33)
146.06	11,707.65
<u>(19,626.62)</u>	<u>(19,772.68)</u>

5) LONG TERM PROVISIONS

Provision for employee benefits

Gratuity

Leave Encashment

As at March 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
228.20	2,424.98
182.84	2,435.60
<u>411.05</u>	<u>4,860.57</u>

Eighteen number of employees have been transferred from Diensten Tech Limited to the group company JK Technosoft Ltd. Accordingly, the Provisions for Gratuity of Rs. 24.65 Lakh and Provision for Leave encashment of Rs.26.26 Lakh has also been transferred to the group company.



6) SHORT TERM BORROWINGS

	As at March 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
Loan and Advances from related parties		
JK Technosoft Limited	-	34,411.79
(Payable on Demand, Interest rate 5.50% p.a)	-	34,411.79
	-	34,411.79
7) TRADE PAYABLES		
Others Trade Payable other than Micro and Small Enterprises	726.32	783.99
Due to Micro and Small enterprises (Refer Details given in table Below)	147.43	-
	873.75	783.99

Trade payables Ageing Schedule

As at 31 March 2022					
Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	147.43	-	-	-	147.43
Total outstanding dues of creditors other than micro enterprises and small enterprises	726.32	-	-	-	726.32
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total	873.75	-	-	-	873.75

As at 31 March 2021					
Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	783.99	-	-	-	783.99
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total	783.99	-	-	-	783.99

Note

On the basis of confirmation obtained from suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) and based on the information available with the company, the required disclosures are given below:

	2021-22	2020-21
Principal Amount remaining unpaid as at end of each financial year	Nil	Nil
Interest due thereon as at end of each financial year	Nil	Nil
The amount of Interest paid along with the amounts of the payment made to the supplier beyond the appointed day	Nil	Nil
The amount of interest due and payable for the year	Nil	Nil
The amount of interest accrued and remaining unpaid as at end of each financial year	Nil	Nil
The amount of further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid	Nil	Nil

8) OTHER CURRENT LIABILITIES

	As at March 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
Interest accrued and due on borrowings	-	3,246.44
Advance from Customers	121.35	-
Statutory Dues	1,064.98	2,005.64
Salary Payable	-	1,477.29
Payable to Employees	5.03	533.38
Other Payables (Including outstanding liabilities)	3,879.99	190.23
	5,071.35	7,452.97

9) SHORT TERM PROVISIONS

	As at March 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
Provision for employee benefits		
Gratuity Payable	26.59	266.53
Leave Encashment Payable	28.79	431.34
Others		
Provision for income tax	339.70	-
Less: Advance Tax & TDS	(339.70)	-
	55.38	697.88



Diensten Tech Limited

NOTES TO THE FINANCIAL STATEMENTS
 Note No. 10 FIXED ASSETS
 Property, Plant and Equipment:

Particulars	Gross Block				Depreciation				Net Block As on 31-03-2022	
	Opening 01-04-2021	Addition	Deletion /Written off	Total 31-03-2022	Dep. As on 01-04-2021	Dep. For the Year	Less. Dep For Assets Sold/Written off	Perior Period Depreciation		Total Depreciation
TANGIBLE ASSETS:										
Electrical Installations & Equipments:	319.65	-	-	319.65	317.46	-	-	-	317.46	2.19
Electrical Fittings	43.85	-	-	43.85	41.66	-	-	-	41.66	2.19
UPS/Batteries	275.80	-	-	275.80	275.80	-	-	-	275.80	(0)
Furnitures and Fittings:	97.93	-	-	97.93	53.00	9.30	-	-	62.31	35.62
SUB TOTAL	417.57	-	-	417.57	370.46	9.30	-	-	379.76	37.81
TOTAL	417.57	-	-	417.57	370.46	9.30	-	-	379.76	37.81
Previous Year	12,581.74	-	12,164.17	417.57	12,092.02	24.85	11,746.41	-	370.46	47.11



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11) DEFERRED TAX ASSETS (NET)

	As at March 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
Deferred Tax Liabilities		
Depreciation and Amortization		
Deferred Tax Assets	275.29	325.86
Provision for Expenses	123.61	1,559.11
Unabsorbed Loss/ Depreciation		
Deferred Tax Assets (Net)	<u>398.90</u>	<u>1,884.97</u>

Eighteen Employees have been transferred from Diensten Tech Limited to the group company JK Technosoft. Accordingly, the Deferred Tax Asset/Liability thereon, amounting to Rs.14.16 Lakh has also been transferred to the group company.

12) OTHER NON CURRENT ASSETS

(Unsecured and Considered Good)	As at Mar 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
Security Deposit	351.93	332.93
Mat Credit Receivable	9,366.19	9,284.80
	<u>9,718.12</u>	<u>9,617.73</u>

13) TRADE RECEIVABLES

Unsecured and Considered Good, unless stated otherwise		
Considered Good	4,226.53	9,578.60
Considered Doubtful	-	-
Less: Provision Doubtful Debits	-	-
	<u>4,226.53</u>	<u>9,578.60</u>

Trade Receivable Aging schedule
As at 31 March 2022

Particulars	Current but not due	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	-	3,065.25	1,161.28	-	-	-	4,226.53
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	-	3,065.25	1,161.28	-	-	-	4,226.53

As at 31 March 2021

Particulars	Current but not due	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	-	9,575.45	-	3.15	-	-	9,578.60
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	-	9,575.45	-	3.15	-	-	9,578.60

14) CASH AND CASH EQUIVALENTS

	As at Mar 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
Balance with Banks		
Cash on hand	2,127.34	7,850.12
	-	8.03
Other bank balances	2,127.34	7,858.15
Fixed Deposit with Bank		
	185.92	1,540.01
	<u>2,313.26</u>	<u>9,398.16</u>

15) SHORT TERM LOANS AND ADVANCES

Unsecured and Considered Good	As at Mar 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
Advance to Vendors/ Suppliers		
Loans and Advances to Body Corporate	17.50	1.98
Loan and Advances to Staff (Incl. FFS recovery)		
Less: Provision for doubtful Debts(Advance & Loan)	-	23.60
Balance with Income Tax Authorities:		(23.31)
TDS Receivable		
Less: Provision for income tax	2,171.47	-
	339.70	1,831.78
	<u>1,849.28</u>	<u>4,608.88</u>

16) OTHER CURRENT ASSETS

Unsecured and Considered Good	As at Mar 31, 2022 (Rs.)	As at March 31, 2021 (Rs.)
Income Accrued/Unbilled Revenue	1,821.46	1,837.97
Prepaid Expenses	-	49.76
Balance with Revenue Authorities	45.38	11.34
	<u>1,866.84</u>	<u>1,899.07</u>



17) REVENUE FROM OPERATIONS

	Year ended March 31, 2022 (Rs.)	Year ended March 31, 2021 (Rs.)
Income from Services		
Information Services and Consulting Services:		
Domestic	2,283.27	48,412.03
Commercial Coaching and Training Services:		
Domestic	4,957.71	3,908.20
	<u>7,240.98</u>	<u>52,320.23</u>

18) OTHER INCOME

	Year ended March 31, 2022 (Rs.)	Year ended March 31, 2021 (Rs.)
Interest Income	68.06	86.03
Miscellaneous Income	61.50	-
Interest on Income Tax Refund	282.86	99.73
	<u>412.42</u>	<u>185.76</u>

19) EMPLOYEE BENEFITS EXPENSES

	Year ended March 31, 2022 (Rs.)	Year ended March 31, 2021 (Rs.)
Salaries and Wages	241.82	22,326.09
Contribution to Provident and other Funds	125.61	880.16
Staff Welfare Expenses	35.18	291.11
	<u>402.61</u>	<u>23,497.36</u>

20) OTHER EXPENSES

	Year ended March 31, 2022 (Rs.)	Year ended March 31, 2021 (Rs.)
Rent	12.50	1,507.34
Professional Fees & Legal Expenses	3,792.22	4,442.58
Travelling & Conveyance Expenses	5.04	61.94
Internet & Networking	12.60	34.73
Telephone Expenses	9.17	35.24
Maintenance Expenses - Office	-	63.44
Maintenance Expenses - Computers	2.00	-
Audit Fee	175.00	175.00
Bad Debts	-	1,630.57
Insurance Expenses	1.76	222.71
Bank Charges	43.72	22.36
Miscellaneous Expenses	903.98	586.09
	<u>4,958.00</u>	<u>8,782.01</u>

21) FINANCE COST

	Year ended March 31, 2022 (Rs.)	Year ended March 31, 2021 (Rs.)
Interest Expenses:		
Interest on Loan	26.54	9.37
Interest on CC Limit	1,618.18	3,509.66
	-	335.78
	<u>1,644.72</u>	<u>3,854.81</u>

22) DEPRECIATION AND AMORTISATION EXPENSES

	Year ended March 31, 2022 (Rs.)	Year ended March 31, 2021 (Rs.)
Depreciation on Tangible Assets	9.30	24.85
	<u>9.30</u>	<u>24.85</u>

23) FINANCIALS RATIO

Sl. No	Ratio	2021-22	2020-21	% Variance	Reason
1	Current Ratio (in times)	1.71	0.59	190.71	Decrease in Short Term Borrowing
2	Debt Equity Ratio (in times)	-	(3.08)	(100.00)	Repayment of Debts
3	Debt Service Coverage Ratio	0.05	1.04	(95.07)	Repayment of Debts
4	Return on Equity Ratio (%)	10.33	(68.76)	(115.03)	Increase in Share Capital
5	Inventory Turnover Ratio (in times)	-	-	-	NA
6	Trade Receivables Turnover Ratio (in times)	1.05	5.12	(79.49)	Decrease in revenue
7	Trade Payables Turnover Ratio (in times)	4.84	5.48	(11.78)	
8	Net Capital Turnover (in times)	(1.06)	(2.08)	(48.90)	Increase in Share Capital
9	Net Profit Ratio (in %)	8.82	31.24	(71.77)	Decrease in revenue and profit
10	Return on Capital Employed Ratio (in %)	15.85	(320.05)	(104.95)	Increase in Share Capital
11	Return on Investment Ratio (%)	-	-	-	NA

24) RELATED PARTY DISCLOSURE

a. Name of Related Parties and description of relationship:

Holding Company

JK Traders Limited w.e.f. 29.03.2022
JK Technosoft Limited ceased to be holding w.e.f. 29.03.2022

Key Management Personnel

Abhishek Singhania (Director)
Satish Chandra Gupta (Director)
Vedang Hari Singhania (Director)-Resigned w.e.f. 14.02.2022
Sanjay Kumar Jain (Director) w.e.f. 14.02.2022
Vipul Prakash (Director) w.e.f. 14.02.2022

Associates Companies / Enterprises

NA

Relative to Key Management Personnel

NA

b. Transactions with related parties during the year

Description	Subsidiaries/ Holding Companies	Associated Companies/ Enterprises	Key Management Personnel	Relatives to Key Management Personnel
Sale of Services/ Product				
Interest (JKT)			-	-
Interest Received	1,618.18		-	-
Reimbursement of Expenses (JKT)			-	-
Received against Loans/ Advance (JKT)	4,982.10		-	-
Loans/ Advances Given/Repaid (JKT)	4,983.42		-	-
Interest Paid(JKT)	39,395.21		-	-
	5,127.84		-	-

Transactions with related parties during the year 2020-21

Description	Subsidiaries/ Holding Companies	Associated Companies/ Enterprises	Key Management Personnel	Relatives to Key Management Personnel
Sale of Services/ Product				
Interest Accrued				
Interest Received	3,509.66			
Reimbursement of Expenses	-			
Received against Loans/ Advance	-			
Loans/ Advances Given/Repaid	22,129.88			
Interest Paid	16,113.12			
	3,386.88			

c. Balance with related parties as on 31st March, 2022

Description	Subsidiaries/ Holding Companies	Associated Companies/ Enterprises	Key Management Personnel	Relatives to Key Management Personnel
Amount Payable				
JK Technosoft Limited	3,674.99		-	-

Balance with related parties as on 31st March, 2021

Description	Subsidiaries/ Holding Companies	Associated Companies/ Enterprises	Key Management Personnel	Relatives to Key Management Personnel
Amount Payable				
JK Technosoft Limited	37,658.23	-	-	-

25) EARNING PER SHARE

Profit for the year	Year ended March 31, 2022 (Rs.)	Year ended March 31, 2021 (Rs.)
Amount available for Equity Shares	146.06	11,708
Weighted Average number of Shares	146.06	11,708
Earning per share	33,62,583	8,60,000
Basic		
Diluted	0.04	13.61
Face Value per share	0.17	13.61
	10	10

26) AUDITOR'S REMUNERATION

Audit Fees	Year ended March 31, 2022 (Rs.)	Year ended March 31, 2021 (Rs.)
Other Services - Tax Audit	125.00	125.00
	50.00	50.00
	175.00	175.00

27) REMITTANCE IN FOREIGN CURRENCIES FOR DIVIDENDS

The Company has no foreign shareholder and also the company has not paid any dividend, so there is no remittance of Dividend in Foreign Currencies.

28) CONTINGENT LIABILITIES

Particulars	As At 31st March 2022	As At 31st March 2021
Contingent Liabilities:		
UP Trade Tax Department has raised demand FY-2013-2014. The Company appealed against this demand to higher authority of UP Tax Department.	606.08	606.08
Commitments:		
Guarantee given by bank	108.36	282.86



29) LEASES

Operating lease: Company as lessee

The Company's significant operating lease arrangements include premises taken on lease ranging for a period of 1-3 years and all of such lease arrangements are cancellable. Lease payments under such arrangements have been recognized as an expense in the statement of Profit & Loss as against straight line basis over the lease term as required by AS-19 in view of the uncertainty of continuing the arrangement(s) over the lease term.

Future minimum lease payments

Not later than one year

56.25

Later than one year and not later than five years

Lease payments recognized in Statement of Profit & Loss during the year

12.50

30) Details in respect of utilization of Borrowed funds and share premium shall be provided in respect of :

Particulars	Description
Transactions where an entity has provided any advance, loan or invested funds to any other person (s) or entities, including foreign entities	No Such transaction has taken place during the year
Transactions where an entity has received any fund from any person (s) or entity / entities, including foreign entity.	No Such transaction has taken place during the year

31) Undisclosed Income

There is no such income which has not been disclosed in the books of accounts. No such income is surrendered or disclosed as income during the year in the tax assessments under Income Tax Act, 1961.

32) Details of Crypto Currency or Virtual Currency

Particulars	31-Mar-22	31-Mar-21
Profit or Loss on transactions involving Crypto Currency or Virtual Currency		
Amount of currency held as at the reporting date	No Such Transaction during the year	No Such Transaction during the year
Deposits or advances from any person for the purpose of trading or investing in Crypto Currency / Virtual Currency		

33) Disclosure in respect of Corporate Social Responsibility Expenditure

Particulars

Amount required to be spent by the company during the year- NIL (Previous Year- NIL)

34) Additional disclosure / Regulatory Information as required by Notification no. GSR 207(E) dated 24.03.2021

- The title deeds of all immovable property are hand in the name of the Company.
- The company has not revalued its investment property
- The Company has not revalued its Property, Plant and Equipment (including Right to Use Assets) in this financial year.
- The Company has not revalued its Intangible assets.
- Loan or advances granted to the promoters, directors and KMPs and the related parties:**
No Loan or advances in the nature of loans have been granted to the promoters, directors, key managerial persons and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person that are:
(a) repayable on demand or
(b) without specifying any terms or period of repayment
- Disclosure in respect of Capital Work In Progress including Intangible Assets under Development**

Particulars	As at 31.03.2022	As at 31.03.2021
Building		
Legal Fees	NA	NA
Other Expenses		
Borrowing cost - Interest		

CWIP ageing schedule as at 31.03.2022

CWIP	Amount in CWIP for a year ended on 31st March 2022				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Project in progress	NA	NA	NA	NA	
Projects temporarily suspended	NA	NA	NA	NA	

For CWIP, whose completion is overdue or has exceeded its cost compared to its original plan, CWIP completion schedule is given below

CWIP	To be completed in				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Project-1	NA	NA	NA	NA	



[Handwritten signature]

CWIP ageing schedule as at 31.03.2021

CWIP	Amount in CWIP for a year ended on 31st March 2021				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Project in progress	NA	NA	NA	NA	
Projects temporarily suspended	NA	NA	NA	NA	-

For CWIP, whose completion is overdue or has exceeded its cost compared to its original plan, CWIP completion schedule is given below

CWIP	To be completed in				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Project-1	NA	NA	NA	NA	-

- (vii) There are no intangible assets under development.
- (viii) **Disclosure in respect of Benami Property Held**
No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act 1988 (45 of 1988) and the rules made thereunder.
- (ix) **Disclosure in case the Company has borrowings from banks or financial institutions on the basis of security of current assets,**
(a) whether quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts;
(b) if not, summary of reconciliation and reasons of material discrepancies, if any to be adequately disclosed.

Reconciliation of quarterly statement of current assets filed with banks or financial statements

Period	Name of Bank	Particulars of Security Provided	Amount as per books	Amount as per quarterly return / statement	Amount of difference	Reason for material discrepancy
Jun-21						
Sep-21						
Dec-21						
Mar-22						

- (x) **Willful Defaulter**
No Bank or financial institution has declared the company as "willful defaulter".
- (xi) **Relationship and balances with Struck off Companies:**
There are no transaction with the companies whose name struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 during the year ended 31 March 2022 and the year ended 31 March 2021.
- (xii) **Registration of charges or satisfaction with Registrar of Companies:**
All applicable cases where registration of charges or satisfaction is required with Registrar of companies have been done.
No registration or satisfaction is pending at end of financial year 2021-22.
- (xiii) **Compliance is not done with number of layers of Companies**
No layers of companies has been established beyond the limit prescribed as per above said section / rules.
- 35) Some of the balance grouped under Trade Receivables, Trade Payables, Loan and Advances recoverable in cash or in kind are subject to confirmation from respective parties. Differences, if any, arising on reconciliation of these balances, in the opinion of the management, will not be material and will be accounted for as and when such reconciliations are completed.
- 36) In the opinion of the Management, the Current Assets, Loans and Advances are approximately of the value stated if realized in the ordinary course of business
- 37) Previous years' figures have been recastod/ restated.

For SNMG & Co
Chartered Accountants
Firm Reg. No.:04921N

Rakesh Kumar
Partner
M.No.:083911

Place : New Delhi
Date: 23.06.2022



For and on behalf of Board of Directors
of Diensten Tech Limited.

Vipul Prakash
Chairman & Managing Director
DIN:01334649

Sanjay Kumar Jain
Director
DIN:1014176

DIENSTEN TECH LIMITED**(Formerly Known as JKT Consulting Limited)****Regd. Office: A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048****Ph: 0120-4606200, Email: saiyad.amir@jktech.com****CIN No. U74140DL2007PLC160160, Website: www.dienstentech.com****NOTICE OF FIFTEENTH (15th) ANNUAL GENERAL MEETING (AGM)**

Notice is hereby given that the 15th Annual General Meeting of Diensten Tech Limited ("the Company") (Formerly known as JKT Consulting Limited) will be held on Monday, the 26th day of September, 2022 at 11.00 A.M. (IST) at the registered office of the Company at A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048 IN to transact the following businesses:

ORDINARY BUSINESS:

1. To Receive, Consider and adopt Audited Financial Statement of the Company for the financial year ended March 31, 2022, including Balance Sheet, Statement of Profit & Loss and Cash Flow Statement and the Report of Board of Directors and Auditors thereon.
2. To appoint a director in place of Sh. Satish Chandra Gupta (DIN No. 01595040), Director who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

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

Appointment of M/s S.R. Dinodia & Co. LLP Chartered Accountant (FRN: 001478N) as Statutory Auditor of the Company to fill Casual Vacancy.

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, M/s. S.R. Dinodia & Co. LLP Chartered Accountant (FRN: 001478N) be and is hereby appointed as Statutory Auditor of the Company, to fill the casual vacancy arising out of resignation of M/s. SNMG & Co. Chartered Accountants (FRN. 004921N).

RESOLVED FURTHER THAT M/s. S.R. Dinodia & Co. LLP Chartered Accountants (, be and are hereby appointed as Statutory Auditors of the Company to hold the office until the conclusion of this 15th Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be mutually agreed with the Board of Directors."

RESOLVED FURTHER THAT Mr. Satish Chandra Gupta (DIN: 01595040), Director of the Company be and is hereby authorized to do all such act and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

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

Appointment of M/s S.R. Dinodia & Co. LLP, Chartered Accountant (FRN: 001478N) as Statutory Auditor of the Company.

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, M/s. S.R. Dinodia & Co. LLP Chartered Accountant (FRN: 001478N) be and are hereby appointed as Statutory Auditor of the Company to hold office for a period of 5(five) consecutive years from the conclusion of this 15th Annual General Meeting till the conclusion of 20th Annual General Meeting for the financial year 2026-27, on such terms of remuneration plus applicable taxes, out-of-pocket expenses and other expenses, in connection with the work of audit to be carried out by them, as may be mutually agreed between the Company and the said Statutory Auditor, and as may be further approved by the Board of Directors from time to time, with power to the Board of Directors, to alter and vary the terms and conditions of appointment, etc., in such manner and to such extent as may be mutually agreed with the Statutory Auditor.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to aforesaid resolution.”

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

Regularization of Appointment of Mr. Sanjay Kumar Jain (DIN: 01014176) as Director of the Company.

“RESOLVED THAT pursuant to the provisions of Section 152, 160 and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof for the time being in force) and Article of Associations of the Company, Mr. Sanjay Kumar Jain (DIN: 01014176), who was appointed as an Additional Director of the Company by the Board of Directors on 14th February, 2022 and holds directorship under Section 161(1) of the Companies Act, 2013, upto the date of this Annual General Meeting, be and is hereby appointed as Director in the Company.”

Notice of 15th Annual General Meeting

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

Appointment of Mrs. Sunaina Primlani Gera (DIN: 07763740) as an Independent Director of the Company.

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof for the time being in force) and Article of Associations of the Company, Mrs. Sunaina Primlani Gera (DIN: 07763740), who was appointed as an Additional Director (Non-Executive & Independent) of the Company by the Board of Directors w.e.f. 02nd September, 2022 under Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 02nd September 2022 to 01st September 2027.”

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

Appointment of Mrs. Kanika Vaswani (DIN: 09321205) as an Independent Director of the Company.

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof for the time being in force) and Article of Associations of the Company, Mrs. Kanika Vaswani (DIN: 09321205), who was appointed as an Additional Director (Non-Executive & Independent) of the Company by the Board of Directors w.e.f. 02nd September, 2022 under Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 02nd September 2022 to 01st September 2027.”

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

Regularization of Mr. Vipul Prakash (DIN: 01334649) as Chairman & Managing Director of the Company.

“RESOLVED THAT pursuant to the provisions of Section 150, 152, 160, 196, 197 & 203 read all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof for the time being in force) approval of the members be and is hereby accorded to appoint Mr. Vipul Prakash (DIN: 01334649) as Chairman and Managing Director of the Company for a period of 5 years w.e.f. May 30, 2022 to May 29, 2027, the period of his office shall be liable to retire by rotation, upon the terms and conditions as approved by the board of directors of the Company and set out in the Explanatory Statement annexed with liberty to the Board of directors of the Company to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the board of directors and Mr. Vipul Prakash.

RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary proper, expedient or incidental for giving effect to this Resolution.”

**For DIENSTEN TECH LIMITED
(Formerly known as JKT Consulting Limited)**



**SATISH CHANDRA GUPTA
DIRECTOR
DIN: 01595040**

**PLACE: New Delhi
DATE: 02-09-2022**

NOTES: -

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIM/HER SELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding Fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
 - A. A blank Proxy Form (MGT-11) is enclosed with this notice and if intended to be used, the form duly completed should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the Annual General Meeting. Proxies submitted on behalf of Companies, Societies etc. must be supported by appropriate resolution/ authority as applicable.
 - B. A member would be entitled to inspect the proxies lodged at any time during the business hours of the Company during the period beginning 24 (Twenty-Four) hours before the time fixed for the commencement of AGM and ending with the conclusion of the AGM, provided that not less than 3 (three) days of notice in writing is to be given to the Company.
2. The Members/ Proxies attending the meeting are requested to bring the enclosed Attendance Slip and deliver the same after filling in their folio number at the entrance of the meeting hall. Admission to the Annual General Meeting venue will be allowed only on verification of the signature(s) on the Attendance Slip.
3. Duplicate attendance slip shall not be issued at the Annual General Meeting venue. The same shall be issued at the Registered Office of the Company up to a day preceding the day of the Annual General Meeting.
4. Corporate Members are requested to send a duly certified copy of the Board resolution/ Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting.
5. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.
6. The relevant details as require under clause 1.2.5. of Secretarial Standard II of the person seeking appointment/re-appointment as Director under item of the notice is annexed to this Notice.
7. As a measure of economy, copies of the Annual Report will not be distributed at the venue of the Annual General Meeting. The Members are, therefore requested to bring their copies of the Annual Report to the meeting. Those members who have not received copies of Annual Report can collect their copies from the Registered Office of the Company.

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

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8. The members are requested to inform changes, if any, in their Registered Address along with Pin Code Number to the Company at the Registered Office address.
9. Members desirous of seeking any information relating to the Accounts of the Company may write to the Company at the Registered Office address at least ten days in advance of the Meeting so that requisite information can be made available at the Meeting.
10. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
11. Electronic copy of the Annual Report and Notice of the 15th Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report and Notice of the 15th Annual General Meeting of the Company along with Attendance Slip, Proxy Form is being sent in the permitted mode. Members may further note that the said documents will also be available on the website of the Company www.dienstentech.com for download. Physical Copies of the aforesaid documents will also be available at the registered office of the Company for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's Email Id- saiyad.amir@jktech.com.
12. Members holding shares in physical form are requested to dematerialize their holding in order to eliminate all risks associated with physical shares. Members can contact the Company or RTA for further assistance.
13. All the documents referred to in the accompanying notice and Register of Directors and Key Managerial Personnel and their shareholding are open for inspection at the registered office of the Company on all working days except Sundays, between 11:00 A.M. to 01:00 P.M. upto the date of AGM and also at the venue of AGM.
14. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any members as soon as possible. Members are also advised to not leave their demat account(s) dormant for long period. Periodic Statement of holding should be obtained from the concerned depository participant and holdings should be verified from time to time.
15. The route map along with prominent land mark for easy location of the 15th Annual General Meeting venue is printed on the last page of this Notice.
16. No gifts or Coupons shall be distributed at the Annual General Meeting or in connection with the Meeting.

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

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17. Members are request to register their email- address(es) and changes in their particulars like change in address from time to time with Kfin Technologies Limited, Registrar and Share Transfer Agent for shares held in physical form and with their respective Depository Participants for the shares held in dematerialized from.
18. For security reasons, no article/baggage will be allowed at the Venue of the meeting. The members/attendees are strictly requested not to bring any article/baggage etc. at the Venue of the meeting.
19. In terms of provisions of Section 136 of the Companies Act, 2013 read with Rule 11 of the Companies (Accounts) Rules, 2014, service of notice/documents to the shareholders can be made through electronic mode, provided the Company has obtained the e-mail address(es) of the shareholder(s). Also, the shareholders who have not registered their e-mail address(es) for receiving Balance Sheet, Annual Report etc. will be sent the physical copies through any recognized mode of delivery as specified under Section 20 of the Companies Act, 2013.
20. The Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to special businesses as set out in the Notice is annexed and forms part of this Notice.
21. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 or any statutory re-enactment thereof, are requested to submit the request in prescribed form SH-13 to the RTA.

**For DIENSTEN TECH LIMITED
(Formerly known as JKT Consulting Limited)**

Satish Chandra Gupta

**SATISH CHANDRA GUPTA
DIRECTOR
DIN: 01595040**

**PLACE: New Delhi
DATE: 02-09-2022**

Notice of 15th Annual General Meeting
Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048
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**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE
COMPANIES ACT, 2013**

Item No. 3& 4

M/s SNMG & Co, Chartered Accountants (FRN: 004921N) were appointed as Statutory Auditors of the Company at the AGM held on December 31, 2020 to hold office up to the conclusion of 18th Annual General Meeting for the financial year ending March 31, 2025. However, they tendered resignation on August 17, 2022 owing to internal restructuring planned by their firm.”

In accordance with aforesaid provisions of the Act, the casual vacancy caused by the resignation of the Statutory Auditors shall be filed by the Board within a period of thirty days and such appointment shall also be approved by the members of the Company within three months of the recommendation of the Board.

Accordingly, the Board of Directors subject to approval of members, appointed M/s. S.R. Dinodia & Co. LLP, Chartered Accountants (FRN: 001478N) as Statutory Auditor of the Company to fill the casual vacancy arising out of resignation of M/s SNMG & Co, Chartered Accountants, (FRN. 004921N) and to hold office till the conclusion of this 15th AGM.

Further, The Board of Directors, recommended the appointment of M/s S.R. Dinodia & Co., Chartered Accountant (FRN: 001478N) as Statutory Auditor of the Company for a period of 5 years commencing from the Conclusion of this 15th Annual General Meeting till the conclusion of 20th Annual General Meeting of the Company for the financial year 2026-27.

The Board of Directors considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found M/s. S.R. Dinodia & Co. LLP, Chartered Accountants to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

M/s. S.R. Dinodia & Co. LLP, Chartered Accountants (FRN: 001478N), was founded in year 1952. Registered address of the firm is in Delhi. The firm has earned recognition, reputation and respect of their clients, who trust and rely on them for their expertise and professionalism. The firm has a well-qualified team of finance and accounting professionals who has diversified experience across industries.

M/s S.R. Dinodia & Co. LLP, Chartered Accountant (FRN: 001478N) has given consent dated 30.08.2022 to act as Statutory Auditor of the Company, and have confirmed that their appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Companies Act, 2013.

Notice of 15th Annual General Meeting
Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048
Corporate Office: F-3, Sector-3, Noida-201301 UP
CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

None of the Directors, Key Managerial Personnel and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 & 4 of the Notice.

The Board recommends the Ordinary Resolutions set out at Item No. 3 & 4 of the Notice for approval by the Members.

Item No. 5

The Board of Directors at their meeting held on 14th February 2022 has appointed Mr. Sanjay Kumar Jain (DIN: 01014176) as an Additional Director of the Company to hold office till the next Annual General Meeting.

In terms of the provisions of the Section 160 & 152 and other applicable provisions of the Companies Act, 2013, the board of directors recommended his appointment as a Director in the interest of the Company. It is to be noted that Mr. Sanjay Kumar Jain (DIN: 01014176) has given his consent letter in form DIR-2 to be director on the board of the Company and also has furnished declaration in form DIR-8 stating that he is not disqualified from being appointed as Director.

None of the Directors, Key Managerial Personnel and/or their relatives except Mr. Sanjay Kumar Jain are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board recommends the Ordinary Resolutions set out at Item No. 5 of the Notice for approval by the Members.

Item No. 6

The Board of Directors at their meeting held on 02nd September 2022 has appointed Mrs. Sunaina Primlani Gera (DIN: 07763740) as an Additional Director (Non-Executive & Independent) of the Company w.e.f. 02nd September, 2022 to hold office till the next Annual General Meeting.

In accordance with the provisions of the Section 161 of the Companies Act, 2013, Mrs. Sunaina Primlani Gera shall hold office up to date of the forthcoming Annual General Meeting.

Further in terms of Section 149 read with Schedule IV of the Companies Act, 2013 is eligible to appointed as an Independent Director for a consecutive term of five years.

The Company has received notice under Section 160 of the Companies Act, 2013 from Mrs. Sunaina Primlani Gera signifying her candidature as an Independent Director of the Company.

The Company has received a declaration of independence from Mrs. Sunaina Primlani Gera under Section 149 of the Companies Act, 2013. In the opinion of the Board, Mrs. Sunaina Primlani Gera fulfills the conditions specified in the Companies Act, 2013 for appointment for independent director.

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None of the Directors, Key Managerial Personnel and/or their relatives except Mrs. Sunaina Primlani Gera are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

The Board recommends the Ordinary Resolutions set out at Item No. 6 of the Notice for approval by the Members.

Item No. 7

The Board of Directors at their meeting held on 02nd September 2022 has appointed Mrs. Kanika Vaswani (DIN: 09321205) as an Additional Director (Non-executive & Independent) of the Company w.e.f. 02nd September, 2022 to hold office till the next Annual General Meeting.

In accordance with the provisions of the Section 161 of the Companies Act, 2013, Mrs. Kanika Vaswani shall hold office up to date of the forthcoming Annual General Meeting

Further in terms of Section 149 read with Schedule IV of the Companies Act, 2013 is eligible to appointed as an Independent Director for a consecutive term of five years.

The Company has received notice under Section 160 of the Companies Act, 2013 from Mrs. Kanika Vaswani signifying her candidature as an Independent Director of the Company.

The Company has received a declaration of independence from Mrs. Kanika Vaswani under Section 149 of the Companies Act, 2013. In the opinion of the Board, Mrs. Kanika Vaswani fulfills the conditions specified in the Companies Act, 2013 for appointment for independent director.

None of the Directors, Key Managerial Personnel and/or their relatives are except Mrs. Kanika Vaswani, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

The Board recommends the Ordinary Resolutions set out at Item No. 6 of the Notice for approval by the Members.

Item No. 8

The Board of Directors at their meeting held on 14th February 2022 has appointed Mr. Vipul Prakash (DIN: 01334649) as an Additional Director of the Company to hold office till the next Annual General Meeting.

Subsequently the Board of directors of the Company changed the designation of Mr. Vipul Prakash (DIN: 01334649) as Chairman and Managing Director of the Company for a period of five years w.e.f. May 30, 2022 to May 29, 2027 subject to approval of shareholders at the

Notice of 15th Annual General Meeting

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forthcoming Annual General Meeting of the Company,

The terms and conditions of the appointment of Mr. Vipul Prakash (DIN: 01334649) as per the agreement executed between the board of directors and Mr. Vipul Prakash are as follows:-

1. The appointment of Mr. Vipul Prakash as Chairman and Managing Director shall be for a period of 5 years w.e.f. May 30, 2022 to May 29, 2027.
2. He shall exercise and perform such powers and duties as the Board of Directors of the Company shall from time to time determine, and subject to any directions, and restrictions, time to time given and imposed by the Board, he shall have the general control, management and superintendence of the business of the Company and to enter into contracts on behalf of the Company in the ordinary course of the business he may consider necessary or proper on in the interest of the Company.
3. He shall throughout the said term devote the whole of his time, attention and abilities to the business of the Company, and shall obey the orders from time to time, of the board and in all respects, conform to and comply with the directions and regulations made by the Board.
4. The Company shall pay to him as agreed mutually subject to the provisions of the Act.
5. He shall be entitled to participate in provident fund, Gratuity or such other schemes for the employees, which the Company may establish from time to time.
6. He shall not during the continuance of his employment with the Company, divulge or disclose to any person, firm, Company or body corporate whomsoever or make any use whatever for his own or for whatever purpose, of any confidential information or knowledge obtained by during his employment as to business or affairs of the Company or as to any trade secrets processes of the Company and he shall, during his continuance of his employment hereunder, also use his best endeavors to prevent any other person, firm, company or body corporate from doing so.
7. The Company or he, either shall terminate the agreement by giving to the other advance notice of 2 (two) months, provided that the Company may waive the notice as per the decision of the Board of Directors.
8. The Agreement and theses above written terms and conditions hereof shall be subject to the approval of the shareholders of the Company in General Meeting and also of the concerned authority/ies under the relevant provisions of the Companies Act, 2013, if necessary.

In terms of the provisions of the Section 160 & 152 and other applicable provisions of the Companies Act, 2013, the board of directors recommended the appointment of Mr. Vipul Prakash as Chairman and Managing Director in the interest of the Company. It is to be noted that Mr. Vipul Prakash has given his consent letter in form DIR-2 to be director on the board of the Company and also has furnished declaration in form DIR-8 stating that he is not disqualified from being appointed as Managing Director.

Pursuant to Section 152, 160, 196, 197 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013, the appointment of Mr. Vipul Prakash (DIN: 01334649)

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required approval of the Members by way of Special resolution.

Copy of Agreement executed between the board of directors of the Company and Mr. Vipul Prakash w.r.t. the appointment of Mr. Vipul Prakash as Chairman and Managing Director of the Company are available for inspection by the members of the Company at its registered office, during the office hours between 11:00 AM to 01:00 PM, on all working days except Sunday(s) upto the date of Annual General Meeting and shall also be available at the venue of the meeting.

None of the Directors, Key Managerial Personnel and/or their relatives except Mr. Vipul Prakash are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval by the Members.

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Details of Director Seeking Appointment/Re-appointment for the item contained in this notice at the forthcoming Annual General Meeting of the Company as required under Secretarial Standard-2 issued by the Institute of Company Secretarial of India are as follows:

Name of Director	Mr. Satish Chandra Gupta	Mr. Sanjay Kumar Jain	Mr. Vipul Prakash	Mrs. Sumaina Gera	Mrs. Kanika Vaswani
Date of Birth (Age)	15/11/1944 (77 Years)	27/10/1955 (66 Years)	19/02/1974 (48 Years)	16/08/1970 (52 Years)	24/07/1977 (45 Years)
Qualifications	BSC & PGDM	B.com & Chartered Accountant	Bachelor of Business Studies	Bachelor Degree in Literature and Interior Design.	Bachelor of Commerce
Experience & Expertise	More than 40 Year of professional experience in business management.	32 Years of vast experience in Long term strategy preparations, Corporate finance, Treasury and Investor Relations	25 Years of Extensive experience in Recruitment, HR, Staffing and Software Development	15 Years of Experience in Design and Recruitment.	21 Years of extensive experience into business development.
Terms and condition of Re-appointment	As per the Appointment Letter	As per the Appointment Letters	As per the Agreement executed between the Board of Directors and Mr. Vipul Prakash.	As per the Appointment Letter	As per the Appointment Letter
Details of Remuneration to be paid	Nil	Nil	Nil	Nil	Nil
Remuneration last drawn	Nil	Nil	Nil	Nil	Nil
Date of first Appointment on the Board	06-03-2007	14-02-2022	14-02-2022	02-09-2022	02-09-2022
Number of Board Meetings Attended during the year	5	1	1	Nil	Nil
Nationality	Indian	Indian	Indian	Indian	Indian
Shareholding in the Company	1 Equity Shares	75658 Equity Shares	832239 Equity Shares	Nil	Nil
Directorships held in other listed companies / Chairmanships or Memberships of Committees in other listed Companies	Nil	1. Shri Gang Industries and Allied Products Limited 2. Suraj Industries Limited 3. Tinna Rubber and Infrastructure Limited	Nil	Nil	Nil
Relationship inter-se between Directors & Key Managerial Persons	No Relation	No Relation	No Relation	No Relation	No Relation

**For DIENSTEN TECH LIMITED
(Formerly known as JKT Consulting Limited)**

**SATISH CHANDRA GUPTA
DIRECTOR
DIN: 01595040**

**PLACE: New Delhi
DATE: 02-09-2022**

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DIENSTEN TECH LIMITED

(Formerly Known as JKT Consulting Limited)

Regd. Office: A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048

Ph: 0120-4606200, Email: saiyad.amir@jktech.com

CIN No. U74140DL2007PLC160160, Website: www.dienstentech.com

ATTENDANCE SLIP

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE
OF THE MEETING HALL**

Joint Shareholders may obtain additional Slip at the Venue of the meeting.

DP Id*		Folio No.	
--------	--	-----------	--

		No. of Shares	
Client Id*			

NAME AND ADDRESS OF THE SHAREHOLDER

Please register/ update my/ our under mentioned E-mail ID for sending all future Company's correspondence:

E-mail

ID.....

....

Shareholder(s) Signature.....

I hereby record my presence at the 15th **ANNUAL GENERAL MEETING** of the Company held on Monday, **26th September 2022 at 11:00 AM** at the registered office of the Company at A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048.

*Applicable for investor holding shares in electronic form.
of Shareholder / Proxy

Signature

**ADMISSION AT THE ANNUAL GENERAL MEETING VENUE WILL BE ALLOWED
ONLY ON VERIFICATION OF THE MEMBERSHIP DETAILS AND SIGNATURES ON
THE ATTENDANCE SLIP.**

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

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**PROXY FORM
FORM MGT-11**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

**DIENSTEN TECH LIMITED
(FORMERLY KNOWN AS JKT CONSULTING LIMITED)
Regd. Office: A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048
Ph: 0120-4606200, Email- saiyad.amir@jktech.com
CIN No. U74140DL2007PLC160160, Website: www.dienstentech.com**

Name of the member(s):		e-mail Id:	
Registered address:		Folio No/*Client Id:	
		*DP Id:	

I/We, being the member(s) of----- shares of Diensten Tech Limited (Formerly known as JKT Consulting Limited) . hereby appoint:

- 1)of..... having e-mail id..... or failing him
- 2)of..... having e-mail id..... or failing him
- 3) of having e-mail id

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **15th ANNUAL GENERAL MEETING** of the Company to be held on **Monday, 26th September, 2022 at 11:00 AM at the registered office of the Company at A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048** and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolutions:-
Ordinary Business	
1.	To Receive, Consider and adopt Audited Financial Statement of the Company for the financial year ended March 31, 2022 including Balance Sheet, Statement of Profit & Loss and Cash Flow Statement and the Report of Board of Directors and Auditors thereon.
2.	To appoint a Director in place of Sh. Satish Chandra Gupta (DIN: 01595040), who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment.
Special Business	
3.	Appointment of M/s S.R. Dinodia & Co. LLP as Statutory Auditor to fill the Casual Vacancy.
4.	Appointment of M/s S.R. Dinodia & Co. LLP as Statutory Auditor for a period of 5 years.
5.	Regularization of Mr. Sanjay Kumar Jain as Director of the Company.
6.	Regularization of Mrs. Sunaina Gera as Director (Non-Executive & Independent) of the Company.
7.	Regularization of Mrs. Kanika Vaswani as Director (Non-Executive & Independent) of the Company.
8.	Appointment of Mr. Vipul Prakash as Chairman and Managing Director of the Company.

Signed this..... day of 2022

Signature of shareholder

Signature of first proxy holder
Signature of third proxy holder

Signature of second proxy holder

Affix
Rs. 1.00
Revenue
Stamp

Note:

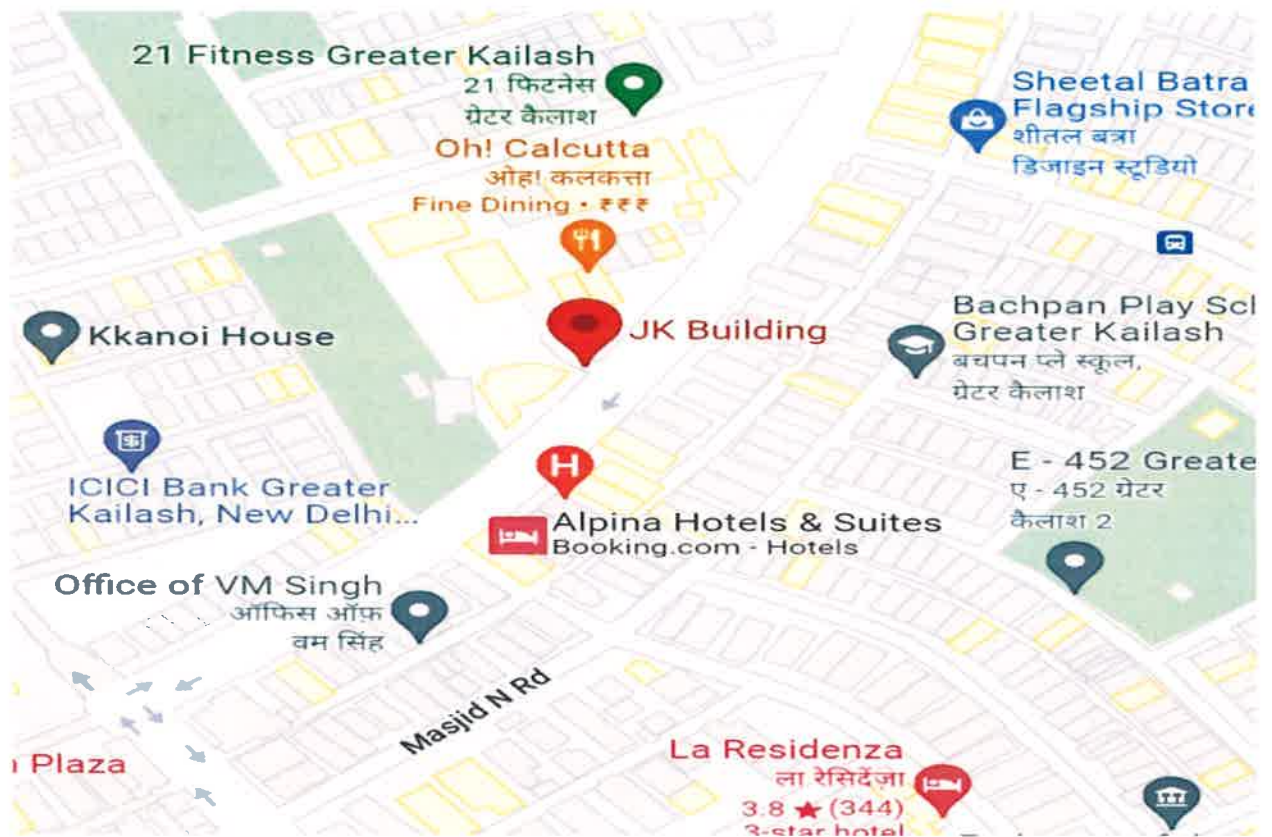
This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

Notice of 15th Annual General Meeting
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ROUTE-MAP

for the Venue of 15th Annual General Meeting,

A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048



Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

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Director's Report

To the Members,

The 15th Annual report is being presented on the business and operations of the Company together with the Audited Financial Statements for the year ended 31st March'2022.

1. FINANCIAL RESULTS

The Financial Statements for the Financial Year ended 31st March'2022, forming part of this Annual Report, have been prepared in accordance with I GAAP.

The key highlights of the Audited Financial of the Company for the financial year 2021-22 are provided below;

(In Rs. Thousand)

Particulars	2021-22	2020-21
Gross Revenue	7,240.98	52,320.23
Other Income	412.42	185.76
Expenditure	7,005.33	36,134.18
Operating Profit/-Loss	648.07	16,372
De preciation & Amortisation	9.30	24.85
Profit Before Tax	638.76	16,346.96
Tax Adjustment	492.71	4,639.30
Profit After Tax	146.06	11,707.65
Transferred to General Reserve	146.06	11,707.65

2. BUSINESS ACTIVITIES

During the financial year 2021-22, the revenue of the Company was 7240.98/- Thousands as compared to 52320.23/- Thousands in previous financial year. The Net Profit of the Company for the financial year 2021-22 was 146.06/- Thousand against the previous year's net profit of 11707.65/- Thousand. During the year, the company has completed SAP maintenance project and subsequently the project was not renewed, thereby reduction in revenue. The Company is in the process of expanding its business in Personal Services & Training (PS & T Segment) and expecting potential growth in its revenue and profit into upcoming years.

3. DIVIDEND

During the year under report, the company did not recommend any dividends.

4. TRANSFER TO RESERVE

During the year, 146.06/- thousand the net profit of the Company was transferred to Reserve and Surplus. After this the reserve of the company is (19,626.62/- Thousand) (minus).

5.CHANGES IN SHARE CAPITAL AND EQUITY

As on 31st March'2022 the share of your company are held by the following shareholders;

Name of shareholder	Shareholding in %age
M/s J.K. Traders Limited	68%
Mr. Vipul Prakash	13.75%
Mrs. Tina Prakash	13.75%
Mr. Manoj Kumar	2%
Mr. Maneesh Mansingka	1.25%
Mr. Sanjay Kumar Jain	1.25%

During the financial year 2021-22, The paid-up share capital of the company was changed to 33,625.83/- thousand from 8,600/- thousand in the previous year. During the period under report, the company has made right issue to the existing shareholders of the Company for the amount of 25,025.83/- thousand.

6.CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of the company during the year 2021-22.

7.BOARD OF DIRECTORS AND KEY MANEGERIAL PERSONNELComposition of the Board:

The Board is constituted as per the provisions of Companies Act, 2013. The Board at present comprises of the following directors:

#	Name of the Director	DIN	Designation
1	Mr. Abhishek Singhania	0087844	Director
2	Mr. Satish Chandra Gupta	01595040	Director
3	Mr. Vipul Prakash	01334649	Chairman & Managing Director
4	Mr. Sanjay Kumar Jain	01014176	Add. Director

Details of Directors who have appointed/resigned during the year 2021-22:

Mr. Vipul Prakash	Appointed as an additional director w.e.f. February 14, 2022
Mr. Sanjay Kumar Jain	Appointed as an additional director w.e.f. February 14, 2022
Mr. Vedang Hari Singhania	Resigned from the post of directorship w.e.f. February 14, 2022

Regularization of Mr. Sanjay Kumar Jain as Director and Mr. Vipul Prakash as Managing Director of the Company are proposed in the ensuing Annual General Meeting of the Company.

Further, Mr. Vipul Prakash has been appointed as Chairman & Managing Director of the Company by the Board of Directors w.e.f. May 30, 2022 subject to the approval/regularisation by shareholders at the ensuing Annual General Meeting of the Company.

In accordance with the provisions of section 152 of the Companies Act, 2013 Mr. Satish Chandra Gupta (DIN:01595040) will be retire by rotation at the ensuing Annual General Meeting and being eligible offer himself for re-appointment.

The Company has received and taken on record, the requisite disclosures and undertakings from all the directors in compliance with the provisions of Companies Act, 2013.

8. MEETINGS OF THE BOARD OF DIRECTORS

During the year 2021-22, five Board meetings were convened and held, the details of which are given below. the intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

#	Date of Board Meetings	Directors present		
1	June 25, 2021	1. Mr. Abhishek Singhania	2. Mr. Satish Chandra Gupta	-
2	August 27, 2021	1. Mr. Abhishek Singhania	2. Mr. Satish Chandra Gupta	3. Mr. Vedang Singhania
3	December 12, 2021	-	2. Mr. Satish Chandra Gupta	3. Vedang Singhania
4	February 14, 2022	1. Mr. Abhishek Singhania	2. Mr. Satish Chandra Gupta	-
5	March 29, 2022	Mr. Sanjay Jain	2. Mr. Satish Chandra Gupta	Mr. Vipul Prakash

9. SUBSIDIARIES

The Company does not have any subsidiary either in India or in abroad.

10. MATERIAL CHANGES AND COMMITMENTS BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT

Business transfer (PS & T): During the current FY 2022-23 J K Technosoft Limited has transferred their PS&T Business to our Company through the Business transfer agreement .

Change in ownership of the Company:

During the year 2021-22, Your company ceased to be a wholly owned subsidiary of J K Technosoft Limited w.e.f. March 29, 2022 and became the subsidiary of J.K. Traders Limited. J K Technosoft Limited transferred/sold its 100% equity shares owned in the Company to M/s J.K. Traders Limited as per the share purchase agreement executed between the transferor and transferee.

11. MATERIAL EVENTS DURING THE YEAR UNDER REVIEW AND AS ON THE DATE OF REPORT

Right issue of equity shares during the year 2021-22:

During the year under review, the Company had offered 25,02,600 equity shares of Rs. 10/- each of the Company on right basis, in the ratio of 2.91 new shares for every one equity share held, to eligible equity shareholders of the Company at an issue price of Rs. 10/- per share.

Out of total 25,02,600 shares offered, the Company received application for 25,02,583 equity shares by way of renunciation, while 17 equity shares remained unsubscribed.

The company has received the requisite right issue money from the shareholders in connection with subscription of 25,02,583 equity shares.

Right issue of shares post financial year and as on date of this Directors report:

In the current financial year 2022-23 your company has offered 26,90,066 equity shares of Rs. 10/- each to the existing shareholders of the company on right basis, in the ratio of .80 new shares per one existing shares held by the shareholder at an issue price of Rs. 10/- per share. The Company received application for subscription of 26,90,063 shares, the Company received full amount of Rs. 2,69,00,630/- and allotted the shares to the shareholders.

The funds received through this issue of the New Equity Shares are proposed to be utilized in the general business operations of the Company including working capital support and expansion of existing business.

Current paid up capital of the Company

The current paid up capital of the Company is Rs. 6,05,26,460/- divided into 60,52,646 equity shares of Rs. 10/- each as on the date of the report.

12.SIGNIFICANT AND MATERIAL ORDER(S) PASSED BY THE REGULATORY(COURT(S) OR TRIBUNAL(S)

No significant or material orders has been passed by the Regulators or Courts or Tribunals which impact the going concern status and company's operations in future.

13.AUDITORS

Pursuant to the provision of Section 139 (1) of the Act, read with the Companies (Audit and Auditors) , Rules 2014, M/s SNMG & CO. (M.No. 083911), Chartered Accountants, Delhi, was re-appointed as the Statutory Auditors of the Company, in the Annual General Meeting held on 31.12.2020 , for a period of five years till the conclusion of 18th Annual General Meeting of the Company to be held in the year 2025.

14.AUDITORS REPORT

The comments on statement of accounts referred to in the report of the Auditors are self explanatory. The Auditors report does not contain any qualification, reservation or adverse remark.

15.RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year 2021-22 ,were on arm's length basis and were in the ordinary course of business and that the provisions of section 188 of the companies Act,2013 are not attracted. Further, there are no material related party transactions made by the company with promoters, Directors or other designated persons which may have a potential conflict with the interest of the company at large. Disclosure of related party transactions during the year held at arm`s length basis which were in the ordinary course of business is annexed in form no. AOC-2 as **Annexure-I**.

16. PUBLIC DEPOSITS

During the year under review, your company did not accept deposits covered under Chapter V of the Companies Act, 2013.

17. INTERNAL CONTROL

The internal control system of the company is commensurate with its size, scale and complexities of its operations. The internal control system are reviewed and monitored regularly.

18. RISK MANAGEMENT POLICY

The Company has a well laid out risk management policy, covering the process of identifying, assessing, mitigating and reviewing critical risks impacting the achievements of the Company's objectives.

19. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of Annual return in form No.MGT-9 as required under section 92 of the Companies Act, 2013 is annexed hereto as **ANNEXURE-II** and is also available on the website of the Company at www.dienstentech.com.

20. CORPORATE SOCIAL RESPONSIBILITY

The provision of section 135 of the Companies Act, 2013 are not applicable to the company. So the Company has not spent any amount towards Corporate Social Responsibility.

21. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The company has in place a policy on prevention of sexual harassment and has put in place an Internal Complaint Committee under the specified Act and a redressal mechanism for resolving complaints received with respect to sexual harassment and discriminatory employment practices. No case of sexual harassment and discriminatory employment was reported during the financial year under review.

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

During the year under review, your company has not provided any loan, given guarantee or made investment which is covered under the provisions of section 186 of Companies Act, 2013.

23. PARTICULARS OF EMPLOYEES

During the year, your company has not engaged any employee whose particulars are required to be reported under the provisions of section 197 of the Companies Act, 2013 read with Companies (Appointment & Remuneration) Rules, 2014.

24. CONSERVATION OF ENERGY

The company is in Service Industry and do not consume high level of energy, adequate measures have been taken by the management to consume energy by using energy-efficient computers & equipments with the latest Technologies. As the cost of energy consumed by the Company forms a very small portion of the total cost, the impact of change in energy cost on total cost is insignificant.

25. TECHNOLOGY ABSORPTION

Your Company has no activity related to Technology Absorption.

26. FOREIGN EXCHANGE EARNINGS & OUTGO

There was no foreign exchange earnings and expenditures during the year 2021-22

27. DIRECTORS' RESPONSIBILITY STATEMENT

The Director's Pursuant to the provisions of section 134(3) of the Companies Act, 2013 do hereby confirm that:

- i. In preparation of the annual accounts, the applicable Accounting Standards have been followed and that no material departures have been made from the same;
- ii. They have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company of for that year;
- iii. They have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. They have prepared the annual accounts on going concern basis;
- v. They have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- vi. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

28. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE OF INDIA, 2016

During the year under review, there were no application made or proceeding pending in the name of the Company under the Insolvency and Bankruptcy Code of India.

29. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS.

During the year under review, there has been no one time settlement of Loans taken from Banks and Financial Institutions.

30. COMPLIANCE WITH SECRETARIAL STANDARDS.

The Company has complied with the applicable provisions of the Secretarial Standard- 1 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India.

31. COST RECORD AND COST AUDIT

Requirement of maintaining cost record and audit of such records are not applicable on the Company in terms of the provisions of Companies (cost record and audit) Rules, 2015.

32. ACKNOWLEDGEMENT

Your directors wish to place on record their appreciation for the services of the employees at all levels and for the assistance from holding company, bank, customers, vendors and member during the year under review.

For and on behalf of Board of Directors of
Diensten Tech Limited
(Formerly known as JKT Consulting Limited)



Vipul Prakash (DIN: 01334649)
Chairman & Managing Director



Sanjay Kumar Jain (DIN:01014176)
Director

Date: 23-06-2022

Place: New Delhi

Annexure I
FORM NO. AOC-2

(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 arms length transactions under third proviso thereto

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

There was no Contracts or Arrangements, or Transactions entered into during the year ended 31st March, 2022, which were not at arm's length basis.

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

Details of material contracts or Arrangements or Transactions at arm's length basis for the year ended March 31, 2022 are as follows:

(In Rs. Thousand)

Name of related party	Nature of relationship	Nature of transaction	Transaction Value	Duration of Transaction	Date of approval by Board, if any	Amount Paid as advance, if any
J K Technosoft Ltd.	Holding Company (upto 29.03.22)	Reimbursement of exp.	Rs. 4982.10/-	April 2021- March 2022	Since the RPT due to which the expense has been reimbursed held in the ordinary course of business and are at arm's length basis, so approval of the Board is not applicable for this transaction.	NA

For and on behalf of Board of Directors of
Diensten Tech Limited
(Formerly known as JKT Consulting Limited)



Vipul Prakash (DIN: 01334649)
Chairman & Managing Director



Sanjay Kumar Jain (DIN:01014176)
Director

Date: 23-06-2022

Place: New Delhi

ANNEXURE-II
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
(As on Financial Year ended on 31.03.2022)

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	U74140DL2007PLC160160
ii	Registration Date	06-03-2007
iii	Name of the Company	Diensten Tech Limited
iv	Category/Sub-category of the	Public Company
v	Address of the Registered office & contact details	A-2,LSC, Masjid Moth,Greater Kailash-II, New Delhi-110048
vi	Whether listed company	No
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Kfin Technologies Limited (Formerly known as Kfin Technologies Private Limited)- Selenium Tower B, Plot 31,32, Gachibowli, Financial district, Nanakramguda, Hyderabad- 500 032

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Computer Programming, Consultancy and related activities	620	100%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	J.K. Traders Limited Kamla Tower Kanpur-208001	U17111UP1947PLC001641	Holding Company	68%	2(87)

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)**(i) Category-wise Shareholding**

Category of Shareholders	No. of share held at the beginning of the year (April 1, 2021)				No. of share held at the end of the year (March 31, 2022)				% Change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
A. Promoters									
(1) Indian									
a) Individual/HUF			6	6	0		0	0	0
b) Central Govt. or State Govt.									
c) Bodies Corporates	859994	-	8,59,994	100%	-	-	-	0%	-100%
d) Bank/FI									
SUB TOTAL: (A) (1)	859994	6	8,60,000	100%	-	-	-	0%	-100%

(i) Category-wise Shareholding (Cont.)

Category of Shareholders	No. of share held at the beginning of the year (April 1, 2021)				No. of share held at the beginning of the year (March 31, 2022)				% Change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
(2) Foreign									
a) NRI- Individuals			0	0			0	0	0
b) Other Individuals									
c) Bodies Corp.									
d) Banks/FI									
e) Any other...									
SUB TOTAL (A) (2)			0	0			0	0%	0%
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)									
	859994	6	8,60,000	100%	-	-	-	0%	-100%

B. PUBLIC SHAREHOLDING									
(1) Institutions		0	0	0		0	0	0	0
a) Mutual Funds									
b) Banks/FI									
C) Central govt									
d) State Govt.									
e) Venture Capital Fund									
f) Insurance Companies									
g) FIIS									
h) Foreign Venture Capital Funds									
i) Others (specify)									
SUB TOTAL (B)(1):		0	0	0		0	0	0	0
(2) Non Institutions									
a) Bodies corporates		0	0	0	0	0	0	0%	0%
i) Indian	0	0	0	0	2286551	2286551	58%	58%	
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	0	0	0	0	6	6	0.00%	0.00%
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	0	0	0	1076026	1076026	32.00%	32.00%	
c) Others (specify)	0	0	0	0	0	0	0	0%	0%
SUB TOTAL (B)(2):	0	0	0	0	3362577	6	3362583	100%	100%
Total Public Shareholding (B)= (B)(1)+(B)(2)				0%	3362577	6	33,62,583	100%	100%
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	859994	6	860000	100%	3362577	6	3362583	100%	0

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	No. of share held at the beginning of the year (April 1, 2021)			No. of share held at the end of the year (March 31, 2022)			% Change during the year
		No. of Shares	% of Total Share of the Company	% of shares pledged encumbered to total shares	No. of Shares	% of Total Share of the Company	% of shares pledged encumbered to total shares	
1	JK Technosoft Limited	8,59,994	100%	0	-	0%	0	-100%
2	Mr. Abhishek Singhania	1	0%	0	-	0%	0	0
3	Mr. Satish Chandra Gupta	1	0%	0	-	0%	0	0
4	Mr. Shyam Verma	1	0%	0	-	0%	0	0
5	Mr. R.K. Kamra	1	0%	0	-	0%	0	0
6	Mr. Yuvraj Bahadur	1	0%	0	-	0%	0	0
7	Mr. Rajiv Mittal	1	0%	0	-	0%	0	0
	Total	8,60,000	100%	0	-	0%	0	-100%

(iii) Change in Promoter's Holding

Sl. No.	Shareholder's Name	No. of share held at the beginning of the year (April 1, 2021)		Cumulative Shareholding during the year (April 1, 2021 to March 31, 2022)	
		No. of Shares	% of Total Share of the Company	No. of Shares	% of Total Share of the Company
1	JK Technosoft Limited	8,59,994	100%	-	0%
	at the beginning of the year	8,59,994	100%	-	100%
	Decreased during the year: (By sale dated 29.03.2022)	8,59,994	100%	-	0%
	No. of shares at the end of the year	NIL	0%	-	0%
2	Mr. Abhishek Singhania	1	0%	-	0%
3	Mr. Satish Chandra Gupta	1	0%	-	0%
4	Mr. Shyam Verma	1	0%	-	0%
5	Mr. R.K. Kamra	1	0%	-	0%
6	Mr. Yuvraj Bahadur	1	0%	-	0%
7	Mr. Rajiv Mittal	1	0%	-	0%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	Decrease due to Transfer of Shares dated 29.03.2022			
	At the end of the year	-	0%	-	0%
1	JK Technosoft Limited	-	100%	-	0%
2	Mr. Abhishek Singhania	1	0%	-	0%
3	Mr. Satish Chandra Gupta	1	0%	-	0%
4	Mr. Shyam Verma	1	0%	-	0%
5	Mr. R.K. Kamra	1	0%	-	0%
6	Mr. Yuvraj Bahadur	1	0%	-	0%
7	Mr. Rajiv Mittal	1	0%	-	0%

(iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Shareholder's Name	No. of share held at the beginning of the year (April 1, 2021)		No. of share held at the end of the year (March 31, 2022)	
		No. of Shares	% of Total Share of the Company	No. of Shares	% of Total Share of the Company
1	Maneesh Mansingka	-	-	-	-
	At the beginning of the year	-	0%	-	0.00%
	By allotment (Right Issue)	-	0.00%	42,032	1.25%
	At the end of the year	-	0%	42,032	1.25%
2	Tina Prakash	-	-	-	-
	At the beginning of the year	-	0%	-	0.00%
	By allotment (Right Issue)	-	0%	4,62,355	13.75%
	At the end of the year	-	0%	4,62,355	13.75%
3	Manoj Kumar	-	-	-	-
	At the beginning of the year	-	0%	-	0.00%
	By allotment (Right Issue)	-	0%	67,252	2.00%
	At the end of the year	-	0%	67,252	2.00%
4	J.K. Traders Limited	-	-	-	-
	At the beginning of the year	-	0%	-	0.00%
	By allotment (Right Issue)	-	0%	22,86,581	68.00%
	At the end of the year	-	0%	22,86,581	68.00%

(v) Shareholding of Directors and Key Managerial Personnel (KMP)

Sl. No.	Shareholder's Name	No. of share held at the beginning of the year (April 1, 2021)		No. of share held at the end of the year (March 31, 2022)	
		No. of Shares	% of Total Share of the Company	No. of Shares	% of Total Share of the Company
1	Abhishek Singhania				
	At the beginning of the year	1	0%	1	0%
	Increase/Decrease during the year	No change			
	At the end of the year	1	0%	1	0%
1	Satish Chandra Gupta				
	At the beginning of the year	1	0%	1	0%
	Increase/Decrease during the year	No change			
	At the end of the year	1	0%	1	0%
3	Vipul Prakash				
	At the beginning of the year	-	0%	-	0%
	Increase/Decrease during the year (by allotment under right issue dated 29.03.2022)	-	-	4,62,355	13.75%
	At the end of the year	-	0%	4,62,355	13.75%
4	Sanjay Kumar Jain				
	At the beginning of the year	-	0%	-	0%
	Increase/Decrease during the year (by allotment under right issue dated 29.03.2022)	-	-	42,032	1.25%
	At the end of the year	-	0%	42,032	1.25%
5	Manoj Kumar				
	At the beginning of the year	-	0%	-	0.00%
	Increase/Decrease during the year (by allotment under right issue dated 29.03.2022)	-	-	67,252	2.00%
	At the end of the year	-	0%	67,252	2.00%

V INDEBTEDNESS

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

(In Rs. Thousand)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	-	34,411.79	-	34,411.79
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	34,411.79	-	34,411.79
Change in Indebtedness during the financial year				
Additions	-	-	-	-
Reduction	-	34,411.79	-	34,411.79
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager:

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

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of the Directors	Total Amount
1	Independent Directors		
	(a) Fee for attending board committee meetings		
	(b) Commission		
	(c) Others, please specify		
	Total (1)		
2	Other Non Executive Directors		
	(a) Fee for attending		
	(b) Commission		
	(c) Others, please specify		
	Total (2)		
	Total (01+2)		
	Total Managerial Remuneration		
	Overall Ceiling as per the Act.		

C. Remuneration to Key Managerial Personnel other than MD/ managers/ WTDs

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	CS	CFO	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act,				
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission as % of profit others, specify				
5	Others, please specify				
	Total				

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Sl. No.	Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees Imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A.	COMPANY					
	Penalty					
	Punishment					
B.	DIRECTORS					
	Penalty					
	Punishment					
C.	OTHER OFFICERS IN DEFAULT					
	Penalty					
	Punishment					
	Compounding					

For and On behalf of Board of Directors of Diensten Tech Limited

Date: 23-06-2022
Place: New Delhi

Sd/-
Vipul Prakash (DIN:01334649)
(Chairman & Managing Director)

Sd/-
Sanjay Kumar Jain (DIN:01014176)
(Director)