

**RSL SOFTWARE COMPANY LIMITED, SUDAN**

**Financial Statements**

**For the Year Ended March 31, 2024**

**RSL SOFTWARE COMPANY LIMITED, SUDAN**

**Financial Statements March 31, 2024**

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REPORT OF THE BOARD OF DIRECTORS TO THE SHAREHOLDERS OF  
M/S. RSL SOFTWARE COMPANY LIMITED, KHARTOUM, SUDAN

Your Directors have pleasure in presenting their Twelfth Annual Report together with the Auditors Report thereon of the Company for the financial year 2023-24.

<b>FINANCIAL RESULTS: Particulars</b>	<b>SDG Year ended March 31, 2024</b>
Revenue from operations	Nil
Total (expenses) / Income	(13,647,861)
Profit / (Loss) before tax	(13,647,861)
Tax expense	-
Profit / (loss) after tax	(13,647,861)

**Directors**                      There is no change in the Directors during the year.

**Auditors**

The Board of Directors recommend re-appointing M/s. Hassabo & Co., Certified Accountants, Sudan as Auditors to the Company for the year ending 31<sup>st</sup> March, 2025.

**Acknowledgement**

Your Directors take this opportunity to convey their appreciation for the support and co-operation received during the year under review, from all the Government Authorities, Shareholders and Bankers.

**For and on behalf of the Board**



**R. Ravi Kula Chandran**  
Director

**09/May/2024**

**RSL Software Company Limited**  
**House No.306,**  
**2<sup>nd</sup> Floor, Block 21, Riyadh,**  
**Khartoum, Sudan**

# HASSABO & Co.

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Certified Accountants  
Management Consultants  
Managing Partner:  
Hassab E. M. El Tayeb, FCCA

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**To the Shareholders of:  
RSL Software Company Limited, Sudan**

We have audited the accounts on pages 5 to 13 which comprise of the balance sheet as at March 31, 2024, the income statement, cash flow statement and the statement of changes in shareholders' equity for the year then ended, and a summary of significant accounting policies and other explanatory notes.

These accounts have been prepared under the historical cost convention, and the accounting policies set out on pages 9 to 11.

**Respective Responsibilities of Directors and Auditors**

The Company's directors are responsible for the preparation of the accounts in compliance with the International Financial Reporting Standards. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

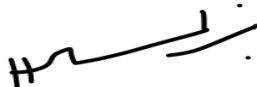
**Basis of Opinion**

We conducted our audit in accordance with International Auditing Standards issued by the International Federation of Accountants. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the accounts and of whether the accounting policies are appropriate to the circumstances of the Company, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

**Opinion**

In our opinion, these accounts give a true and fair view of the state of affairs of the Company at March 31, 2024 and of the losses, of the cash flows and of the statement of changes in shareholders' equity for the year then ended in compliance with the International Financial Reporting Standards and have been properly prepared in accordance with the Companies Act, 1925



**Hassabo and  
Company Certified  
Accountants**


RSL Software Company Limited, Sudan


**BALANCE SHEET AS AT MARCH 31, 2024**

	<u>Notes</u>	As at March 31, 2024 <u>SDG</u>	As at March 31, 2023 <u>SDG</u>
<b><u>Non-Current Assets:</u></b>			
Fixed assets at net book value *	3	-	<u>5,444</u>
<b><u>Current Assets</u></b>			
Accounts receivable	4	1,137,460	1,125,335
Cash in hand and at banks *	5	-	<u>12,768,562</u>
		<u>1,137,460</u>	<u>13,893,897</u>
<b>Total Assets</b>		<u>1,137,460</u>	<u>13,899,341</u>
<b><u>Current Liabilities</u></b>			
Accounts payable	6	1,466,796	580,816
Provision for income tax payable	10	1,669,743	1,669,743
Other Current Liabilities	7	1,999,999	1,999,999
		<u>5,136,538</u>	<u>4,250,558</u>
<b>NET ASSETS / (LIABILITIES)</b>		<u>(3,999,078)</u>	<u>9,648,783</u>
<b><u>Represented By:</u></b>			
Share capital	8	100,000	100,000
Retained earnings	8	(4,099,078)	9,548,783
		<u>(3,999,078)</u>	<u>9,648,783</u>

*The accompanying notes form an integral part of these financial statements.*

These accounts were approved by the management on **09/May/2024**

  
\_\_\_\_\_  
Director

  
\_\_\_\_\_  
Director

RSL Software Company Limited, Sudan

**PROFIT AND LOSS ACCOUNT FOR THE  
YEAR ENDED MARCH 31, 2024**

	<u>Notes</u>	Year ended March 31, 2024 <u>SDG</u>	Year ended March 31, 2023 <u>SDG</u>
Revenue		-	-
<b>Gross Profit</b>		-	-
<b><u>Operating Expenses</u></b>			
Administrative expenses and forex loss / (gain)	9	758,279	(2,728,973)
Non-cash items	3	5,444	1,135
Provision for bank balances		12,884,138	-
		<u>13,647,861</u>	<u>(2,727,838)</u>
<b>Net (loss) / profit for the period, before taxation</b>		<b>(13,647,861)</b>	<b>2,727,838</b>
<b>Tax expenses</b>	<b>10</b>	-	409,346
<b>NET (LOSS) / PROFIT FOR THE PERIOD, AFTER TAXATION</b>		<u><b>(13,647,861)</b></u>	<u><b>2,318,492</b></u>

*The accompanying notes form an integral part of these financial statements.*

RSL Software Company Limited, Sudan

**STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED MARCH 31, 2024**

	Year ended March 31, 2024 <u>SDG</u>	Year ended March 31, 2023 <u>SDG</u>
<b>Cash flows from operating activities:</b>		
Net loss before tax	(13,647,861)	2,727,838
<b>Adjustments for:</b>		
Depreciation	5,444	1,135
Bad debts / provision	12,884,138	-
Unrealised exchange gain / loss	(115,825)	(2,696,910)
Operating loss before working capital / other changes	(874,104)	32,063
<b>Changes in assets and liabilities:</b>		
(Increase)/Decrease in accounts receivables	(12,125)	(282,332)
Increase / (Decrease) in payables and accruals	885,980	250,020
Cash (used in) / generated from operations	(249)	(249)
Income tax paid	-	-
<b>Net cash (used in) / generated by operating activities</b>	<b>(249)</b>	<b>(249)</b>
Net increase / (decrease) in cash and cash equivalent	(249)	(249)
Effect of exchange rate changes on cash and cash equivalents	115,825	2,696,910
Net cash generated / (used in) for the year	115,576	2,696,661
Balance at the beginning of the year	12,768,562	10,071,901
Less: Provision *	(12,884,138)	
<b>Balance at the end of the year</b>	<b>-</b>	<b>12,768,562</b>

*The accompanying notes form an integral part of these financial statements.*

RSL Software Company Limited, Sudan

**STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY**  
**FOR THE YEAR ENDED MARCH 31, 2024**

	<b>Capital SDG</b>	<b>Net Income for the Year SDG</b>	<b>Total SDG</b>
Share capital paid up	100,000	-	100,000
Net profit up till previous period	-	9,548,783	9,548,783
<b>Balance March 31, 2023</b>	<u>100,000</u>	<u>9,548,783</u>	<u>9,648,783</u>
Net loss for the year	-	(13,647,861)	(13,647,861)
<b>Balance March 31, 2024</b>	<u>100,000</u>	<u>(4,099,078)</u>	<u>(3,999,078)</u>

*The accompanying notes form an integral part of these financial statements.*



## **RSL Software Company Limited, Sudan**

### **NOTES TO THE FINANCIAL STATEMENTS – MARCH 31, 2024**

#### **1. ORGANIZATION**

The Company is a private limited liability company incorporated on 26 February, 2012 - in Sudan under the Companies Act, 1925, registration number 40403. Its registered office is at House 306, Block 21, Riyadh, Khartoum, Sudan.

It is principally engaged in information technology services industry and its principal activities are software and system development, software sales, consultancy and related services.

#### **2. SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS**

A summary of principal accounting policies, all of which have been applied consistently throughout the current period is set out below.

##### **2.1 Basis of Accounting**

The accounts are prepared under the historical cost convention, on a going concern concept and accrual basis of accounting in compliance with the International Financial Reporting Standards issued by the International Accounting Standard Board (IASB) and interpretations issued by the Standards Interpretations Committee of the IASB. The financial statements have been prepared on a going concern basis, as the holding company has agreed to provide continuing financial support as deemed fit and necessary to the Company.

##### **2.2 Tangible Fixed Assets**

Tangible Fixed Assets are shown at original historical cost less accumulated depreciation. Depreciation is provided on historical cost at rates calculated to write off the cost, less estimated residual value, of each asset on a straight line basis over its expected useful life and the rates applied for is as follows:

Furniture	6.33%
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Depreciation in respect of tangible fixed assets acquired or disposed off during the year is charged from the date an asset is brought into use or till the date of its disposal.

These assets are reviewed periodically for any impairment. If there is an indication that the carrying value of an asset is greater than the recoverable amount, the asset is written down to its recoverable amount and the resultant impairment loss is taken to the income statement.

##### **2.3 Revenue Recognition**

The Company recognizes revenue in the accounts upon delivery of products and services to customers. Revenue is shown net of valued added tax and discounts.

In case of fixed price software development/implementation contracts, revenue is recognized in accordance with percentage of completion method of accounting. In case of time and material contracts, revenue is recognized based on billable time spent in the project, priced at the contractual rate. Revenue from Maintenance services is recognized on a pro-rata basis.

**RSL Software Company Limited, Sudan**

**NOTES TO THE FINANCIAL STATEMENTS - MARCH 31, 2024** (Cont'd)

**2.4 Provision for Bad and Doubtful Debts**

Receivables are carried at anticipated realizable value. An estimate is made for doubtful receivables based on a review of all outstanding amounts at the year end. Bad debts are written off in the year in which they are identified.

**2.5 Foreign Currency**

The functional currency of the Company is the Sudanese Pound. Transactions denominated in foreign currencies are recorded in the functional currency at the rates of exchange prevailing at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date. Any gain or loss arising from a change in exchange rates subsequent to the date of transaction is included as an exchange gain or loss in the profit and loss account.

**2.6 Post Service Benefits**

The Company provides post-retirement benefits to their retirees. The entitlement to these benefits is usually based on the employee completing a minimum service period as defined in the Sudanese Labor Law of 1997. No provision has been considered necessary in respect of this estimated liability after taking into account social insurance contributions made to-date.

**2.7 Taxation**

The Company is subject to business profit tax of 15% on taxable profit if any.

**2.8 Zakat**

Zakat, Muslim elms tax, is calculated in accordance with the Sudanese zakat regulations, and is not provided for in the financial statements as its shareholders are non-Muslims.

**2.9 Cash and cash equivalent**

Cash and cash equivalent are determined on the basis of balance in cash and with banks both in local and foreign currencies.

**2.10 Contingenices**

Contingent assets are not recognized assets until realization becomes virtually certain.

Contingent liabilities are recognized when the Company has an obligation (legal or constructive) arising from a past event, and the costs and the cash flows to settle the obligation are both probable and able to be reliably measured.

**2.11 Impairment of financial assets**

An assessment is made at each balance sheet date to determine whether there is an objective evidence that a specific financial asset or group of financial assets may be impaired. If such evidence exists, the estimated recoverable amount of that asset is determined and any impairment loss recognized for the difference between the recoverable amount and the carrying out in the income statement.

**2.12 Significant accounting judgements and estimates**

In accordance with the accounting policies management is required to make the following judgements and estimates that may affect the carrying value of assets and liabilities.

**2.12.1 Judgements**

At each balance sheet date, management assesses, whether there is any indication that intangible assets, property and equipment may be impaired. The determination of impairment requirement considerable judgment and involves evaluation of several factors including industry and market conditions.

**2.12.2 Sources of estimation and uncertainty**

- (a) In respect of accounts receivable, the Company estimates an allowance for doubtful receivables based on part collection history and expected cash flows from debts that are overdue; and
- (b) As regards tangible assets, the Company estimates useful lives and residual value of tangible assets.

Any change in the estimates and assumptions used as well as the use of different, but equally reasonable estimates and assumptions may have an impact on the carrying value of the above assets.

**2.13 Related Party Transactions**

The Company is a wholly owned subsidiary of Ramco Systems Limited, incorporated in India. The related party transactions include net payable to or receivable from the parent company and or other fellow subsidiaries / its branch. Transactions other than those pertaining to loan are interest free.

Details of the related party transactions during the year are given below:

In SDG

Particulars	Transactions during the year	Outstanding as at March 31, 2024
Ramco Systems FZ-LLC, Dubai, Goods and / or Services availed / serviced	-	1,137,460 amounts receivable

RSL Software Company Limited, Sudan

Notes To The Accounts - March 31, 2024

(cont'd)

	<b>Equipment and Furniture SDG</b>	<b>Total SDG</b>
<b>NOTE 3: Fixed assets:</b>		
<i>Cost:</i>		
At beginning of year Apr 01, 2023	17,926	17,926
Additions	-	-
Disposal	-	-
At end of year	17,926	17,926
 <i>Accumulated depreciation:</i>		
At beginning of year	12,482	11,347
Charge for the year *	5,444	1,135
Eliminated on disposal	-	-
At end of year	17,926	12,482
 <i>Net book value</i>		
As at March 31, 2023	5,444	6,579
As at March 31, 2024	-	5,444
	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
 <b>NOTE 4: Accounts receivable:</b>	<b><u>SDG</u></b>	<b><u>SDG</u></b>
Accounts receivables	-	-
Due from related companies	1,137,460	1,125,335
Due from department	28,121	28,121
Less: Provision for doubtful advance	(28,121)	(28,121)
	1,137,460	1,125,335
 <b>NOTE 5: Cash in hand and at banks:</b>		
Balances at call with banks	12,884,138	12,768,562
Less: Provision *	12,884,138	-
	-	12,768,562

\* In view of the internal unrest in Sudan, management decided to provide for the bank balance.

\* In view of the internal unrest in Sudan, management decided to depreciate the entire assets.

	As at March 31, 2024 <u>SDG</u>	As at March 31, 2023 <u>SDG</u>
<b>NOTE 6: Accounts payable:</b>		
Due to parent company	-	-
Accrued expenses	<u>1,466,796</u>	<u>580,816</u>
	<u>1,466,796</u>	<u>580,816</u>
<b>NOTE 7: Other Current Liabilities</b>		
Customer Advance	<u>1,999,999</u>	<u>1,999,999</u>
	<u>1,999,999</u>	<u>1,999,999</u>
<b>NOTE 8: Share capital:</b>		
<i>Authorized share capital:</i>		
1 million ordinary shares of SDG 1 each	<u>1,000,000</u>	<u>1,000,000</u>
<i>Issued and subscribed share capital:</i>		
100,000 ordinary shares of SDG 1 each	<u>100,000</u>	<u>100,000</u>
The entire paid-up share capital is held, directly by the Parent company, Ramco Systems Limited, India.		
<b>NOTE 9: Administration expenses:</b>		
Audit Fees & Courier charges	885,980	250,020
Bank charges	249	249
Provision for cash and bank balances	12,884,138	-
Foreign exchange losses/(gains) *	<u>(127,951)</u>	<u>(2,979,242)</u>
	<u>(13,642,416)</u>	<u>(2,728,973)</u>
<b>NOTE 10: Tax expenses:</b>		
Loss before tax	(13,647,861)	2,727,838
Adjustment of c/f losses	-	-
Add back book depreciation	5,444	1,135
Claim for IT depreciation	<u>-</u>	<u>-</u>
Taxable profit for the year	<u>(13,642,417)</u>	<u>2,728,973</u>
Tax calculated @ 15%	<u>NA</u>	<u>409,346</u>
<b>Tax payable:</b>		
Provision for income tax payable	<u>1,669,743</u>	<u>1,669,743</u>