

July 31, 2020

To,  
Asst. General Manager,  
Dept. of Corporate Services.  
**Bombay Stock Exchange Limited,**  
14<sup>th</sup> Floor, P.J. Towers, Dalal Street,  
Fort, Mumbai: 400 001, Maharashtra, Mumbai

Respected Sir,

Scrip code: 538991 / Scrip ID: MCLOUD

Sub: Outcome of Board Meeting for the Audited Financial Results for the quarter  
and financial year ended March 31, 2020

We enclose herewith the audited standalone and consolidated financial results of the Company for the quarter and year ended 31st March, 2020, which have been approved and taken on record at the meeting of the Board of Directors of the Company held today, the July 31, 2020.

Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), read with SEBI Circular CIR/CFD/CMD/56/2016 dated 27th May, 2016 on "Disclosure of the Impact of Audit Qualifications by the Listed Entities", we would like to confirm that M/s D. Kothary & Co., *Chartered Accountants (Firm Registration no. 105335W)*, Statutory Auditors of the Company, have issued Audit Reports with unmodified opinion on the above financial results.

The meeting of Board of Directors held today commenced at 12.30 PM and concluded at 4.15 PM.

Kindly take the note of the above.

Thanking You,

Yours faithfully,

For **MAGELLANIC CLOUD LTD**



**JAGAN MOHAN REDDY THUMMA**  
(MANAGING DIRECTOR)

DIN: 06554945

**MAGELLANIC CLOUD LIMITED**

(Formerly known as South India Projects Limited)

CIN: L72100WB1981PLC034342

Corporate Office: Mahaveer Techno Park, Plot No.6, Survey No.64, Software units layout, Inorbit Mall Road, 5th Floor Hi-Tech City Madhapur Hyderabad, 500011, INDIA

Registered Office: 14B, Ram Chandra, Moitra Kolkata -700005, West Bengal, INDIA, Telephone No.: 040-40916571, Telephone No.: 040-43366058  
[southindiaprojectslimited@gmail.com](mailto:southindiaprojectslimited@gmail.com) | [www.magellanic-cloud.com](http://www.magellanic-cloud.com) | [compliance@magellanic-cloud.com](mailto:compliance@magellanic-cloud.com)

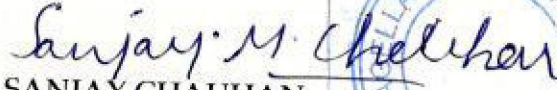
## DECLARATION

*[Pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

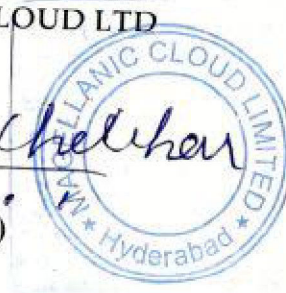
Pursuant to the requirement as specified by Regulation 33 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2016, it is hereby declared by the Auditors Report for the financial year ended as on March 31, 2020 contains unmodified opinion as provided under the Independent Auditors' Report which is attached herewith for your reference.

You are kindly requested to take the above declaration in your records.

For MAGELLANIC CLOUD LTD

  
SANJAY CHAUHAN  
(Chief Finance Officer)

Date: July 31, 2020



**MAGELLANIC CLOUD LIMITED**

**CIN: L72100WB1981PLC034342**

**Unit no. 405, Techno IT Park, Link Road, Near Eskay Club, Borivali (west) Mumbai-400103.**

(Rs. in lakhs)						
<b>Statement of Standalone Audited Results for the Quarter/ Year ended 31st March 2020</b>						
Sr. No.	Particulars	Quarter Ended			Year Ended	
		31-Mar-20 (Unaudited)	31-Dec-19 (Unaudited)	31-Mar-19 (Unaudited)	31-Mar-20 (Audited)	31-Mar-19 (Audited)
I	Revenue from operations	408.29	325.70	190.24	1,222.65	740.21
II	Other income	21.24	20.44	18.25	79.69	75.50
III	<b>Total Income (I+II)</b>	<b>429.54</b>	<b>346.14</b>	<b>208.49</b>	<b>1302.34</b>	<b>815.70</b>
IV	<b>Expenses</b>					
	Employee benefits expenses	190.60	206.93	138.32	705.39	510.64
	Finance Cost	5.42	3.96	0.88	15.28	3.82
	Depreciation and amortization expense	33.63	32.64	3.41	110.11	13.58
	Other expenses	40.37	38.15	38.16	146.06	168.77
	<b>Total Expenses</b>	<b>270.02</b>	<b>281.69</b>	<b>180.76</b>	<b>976.84</b>	<b>696.82</b>
V	<b>Profit before tax (III-IV)</b>	<b>159.52</b>	<b>64.45</b>	<b>27.73</b>	<b>325.50</b>	<b>118.89</b>
VI	Tax Expenses:					
	Income tax	43.00	1.50	(10.10)	84.50	42.90
	Earlier year Tax	0.13	0.08	-	0.21	4.63
	Deferred tax	2.22	0.40	(0.14)	2.72	(0.24)
	<b>Profit for the period (V-VI)</b>	<b>114.16</b>	<b>62.47</b>	<b>37.97</b>	<b>238.06</b>	<b>71.60</b>
	<b>Other Comprehensive Income</b>	<b>(8.60)</b>	<b>-</b>	<b>-</b>	<b>(8.60)</b>	<b>-</b>
	<b>Total Comprehensive Income for the period</b>	<b>105.57</b>	<b>62.47</b>	<b>37.97</b>	<b>229.47</b>	<b>71.60</b>
	<b>Total Paid-up Equity Share Capital (Face Value Rs. 10/- each)</b>	<b>2,516.69</b>	<b>2,516.69</b>	<b>2,516.69</b>	<b>2,516.69</b>	<b>2,516.69</b>
	Other Equity excluding Revaluation Reserves	-	-	-	1,204.37	1,121.70
	<b>Earnings Per Share (of Rs. 10/- each) (not annualized)</b>					
	a. Basic	0.45	0.25	0.15	0.95	0.28
	b. Diluted	0.45	0.25	0.15	0.95	0.28

**Notes:**

- The above audited results have been reviewed by the Audit Committee and approved in the meeting of Board of Directors held on 31st July 2020 and Statutory Auditors of the Company have carried out Limited Review of the same.
- Effective 1st April, 2019, the Company has adopted IndAS 116 'Leases' and capitalised assets taken on operating lease. The transition was effected using modified retrospective method and impact thereof has been recognised as an adjustment to the retained earnings as at 1st April, 2019. In the Statement of Profit and Loss for the current quarter and nine months ended, the nature of expenses in respect of Operating Lease has changed from lease rent in previous periods to depreciation cost for the right-of-use asset and finance cost for interest accrued on lease liability. Resultantly the related figures for the current quarter and year ended are not comparable with previous comparative periods.
- The figures for quarter ended 31st March, 2020 are balancing figures between the audited figures of the full financial year and the reviewed year-to-date figures up to the third quarter of the financial year.
- The Company's business activity falls within a single primary business segment comprise of consulting services.
- Previous year's figures are re-grouped, re-arranged, re-classified wherever necessary.

By order of the Board of Directors  
For Magellanic Cloud Limited

  
**Jagan Mohan Reddy**  
Director

Place : Hyderabad

Date : 31st July 2020



## MAGELLANIC CLOUD LIMITED

CIN: L72100WB1981PLC034342

Unit no. 405, Techno IT Park, Link Road, Near Eskay Club, Borivali (west) Mumbai-400103.

## AUDITED STANDALONE STATEMENT OF ASSETS &amp; LIABILITIES

Sr. No.	Particulars	As at March 31, 2020 Amount In Lakhs	As at March 31, 2019 Amount In Lakhs
<b>I.</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non Current Assets</b>		
	(a) Property, Plant and Equipment	512.30	61.10
	(b) Financial Assets		
	(i) Investments	2,600.00	2,600.00
	(c) Other non-current assets	41.47	23.06
		<b>3,153.77</b>	<b>2,684.16</b>
<b>2</b>	<b>Current Assets</b>		
	(a) Financial Assets		
	(i) Trade receivables	74.27	61.89
	(ii) Cash and cash equivalents	24.12	35.27
	(iii) Loans	933.47	902.39
	(b) Current Tax Assets (net)	26.40	26.48
	(c) Other current assets	88.05	33.04
		<b>1,146.30</b>	<b>1,059.06</b>
	<b>TOTAL</b>	<b>4,300.07</b>	<b>3,743.22</b>
<b>II.</b>	<b>EQUITY AND LIABILITIES</b>		
	<b>EQUITY</b>		
	(a) Equity Share Capital	2,516.69	2,516.69
	(b) Other Equity	1,204.37	1,121.70
	<b>Total Equity</b>	<b>3,721.06</b>	<b>3,638.39</b>
	<b>LIABILITIES</b>		
<b>1</b>	<b>Non Current Liabilities</b>		
	(a) Financial Liabilities		
	(i) Borrowings	54.94	24.80
	(b) Provisions	28.86	12.78
	(c) Deferred tax liabilities (Net)	4.38	1.66
		<b>88.19</b>	<b>39.24</b>
<b>2</b>	<b>Current Liabilities</b>		
	(a) Financial Liabilities		
	(i) Borrowings	-	3.25
	(ii) Other Financial Liabilities	24.01	13.15
	(b) Other Current Liabilities	437.26	49.07
	(c) Provisions	0.16	0.12
	(d) Current Tax Liabilities (Net)	29.39	-
		<b>490.82</b>	<b>65.59</b>
	<b>TOTAL</b>	<b>4,300.07</b>	<b>3,743.22</b>

By order of the Board of Directors  
For Magellanic Cloud Limited

Jagan Mohan Reddy Chumma  
Director

Place : Hyderabad  
Date : 31st July 2020



**MAGELLANIC CLOUD LIMITED**

**CIN: L72100WB1981PLC034342**

**Audited Standalone Cash Flow Statement For The year ended 31st March 2020**

Particulars	2019-20 Amount In Lakhs	2018-19 Amount In Lakhs
<b>A. Cash Flow From Operating Activities :</b>		
Net profit before tax as per statement of profit and loss	325.50	118.89
<u>Adjustments for :</u>		
Depreciation	110.11	13.58
Interest Income	(78.65)	(73.80)
Fixed Assets Write off	-	0.53
Provision for Gratuity	7.52	12.90
Provision for Standard Assets	-	(2.22)
Interest Expenses	15.28	3.82
<b>Operating Cash Flow Before Changes in Working Capital</b>	<b>379.75</b>	<b>73.70</b>
<b>Changes in current assets and liabilities</b>		
(Increase)/ Decrease in trade receivables	(12.39)	(8.50)
(Increase)/Decrease in Loans	(26.23)	(15.96)
(Increase)/Decrease in Other Current and Non-Current Assets	(73.42)	(17.44)
Increase/(Decrease) in Other Financial Liabilities	-	4.31
Increase/(Decrease) in Other Current Liabilities	12.92	2.35
<b>Cash Generated From Operations</b>	<b>280.63</b>	<b>38.47</b>
Payment of Taxes (Net of Refunds)	(55.24)	(87.27)
<b>Net Cash Flow From Operating Activities (A)</b>	<b>225.39</b>	<b>(48.80)</b>
<b>B. Cash Flow From Investing Activities :</b>		
Payment of property, plant & equipments & Intangibles	(83.60)	(6.04)
Interest income	73.80	73.42
<b>Net Cash Flow From Investment Activities (B)</b>	<b>(9.80)</b>	<b>67.38</b>
<b>C. Cash Flow From Financing Activities :</b>		
Dividend Paid (including dividend Tax)	(149.07)	-
(Repayment) / Borrowing from financial institutions/Others	(62.40)	(7.97)
Financial Expenses	(15.28)	(3.82)
<b>Net Cash From/ (Used In) Financing Activities (C)</b>	<b>(226.74)</b>	<b>(11.79)</b>
<b>Net Increase In Cash Or Cash Equivalents (A+B+C)</b>	<b>(11.15)</b>	<b>6.79</b>
<b>Cash And Cash Equivalents At The Beginning Of The Year</b>	<b>35.27</b>	<b>28.48</b>
<b>Cash And Cash Equivalents As At The End Of The Year</b>	<b>24.12</b>	<b>35.27</b>

By order of the Board of Directors  
For Magellanic Cloud Limited

*Jagan Mohan Reddy Thumma*

**Jagan Mohan Reddy Thumma**  
Director



Place : Hyderabad  
Date : 31st July 2020

**MAGELLANIC CLOUD LIMITED**

**CIN: L72100WB1981PLC034342**

Unit no. 405, Techno IT Park, Link Road, Near Eskay Club, Borivali (west) Mumbai-400103.

(Rs. in lakhs)						
Statement of Consolidated Audited Results for the Quarter and year ended 31st March 2020						
Sr. No.	Particulars	Quarter Ended			Year Ended	
		31-Mar-20 (Audited)	31-Dec-19 (Unaudited)	31-Mar-19 (Audited)	31-Mar-20 (Audited)	31-Mar-19 (Audited)
1	Revenue from operations	5,001.27	4,367.41	4,180.78	17,368.15	20,295.83
2	Other income	78.17	23.69	18.25	139.86	75.57
3	<b>Total Income (1+2)</b>	<b>5079.44</b>	<b>4391.10</b>	<b>4,199.03</b>	<b>17,508.01</b>	<b>20371.40</b>
4	<b>Expenses</b>					
	Employee benefits expenses	3,652.71	3,838.19	3,414.66	13,859.46	17,574.09
	Finance Cost	64.58	23.08	2.36	126.70	42.76
	Depreciation and amortization expense	40.86	45.36	9.79	136.38	39.04
	Other expenses	935.28	351.93	511.31	2,524.18	1,769.07
	<b>Total Expenses</b>	<b>4693.42</b>	<b>4258.56</b>	<b>3,938.12</b>	<b>16,646.72</b>	<b>19424.97</b>
5	<b>Profit before tax (3-4)</b>	<b>386.02</b>	<b>132.54</b>	<b>260.91</b>	<b>861.29</b>	<b>946.44</b>
6	Tax Expenses:					
	Income tax	53.35	25.86	57.96	204.12	284.19
	Earlier year Tax	0.13	0.08	(127.99)	0.21	- 123.37
	Deferred tax	2.22	0.40	(0.20)	2.72	- 0.24
7	<b>Profit for the period (5-6)</b>	<b>330.31</b>	<b>106.20</b>	<b>331.15</b>	<b>654.24</b>	<b>785.86</b>
8	<b>Other Comprehensive Income</b>	<b>198.88</b>	<b>-</b>	<b>-</b>	<b>198.88</b>	<b>72.05</b>
9	<b>Total Comprehensive Income for the period (7+8)</b>	<b>529.19</b>	<b>106.20</b>	<b>331.15</b>	<b>853.12</b>	<b>857.91</b>
10	<b>Total comprehensive income attributable to</b>					
	- Owners of the parent	470.24	106.20	331.15	794.16	857.91
	- Non Controlling interest	58.96	-	-	58.96	-
11	<b>Profit for the year attributable to</b>					
	- Owners of the parent	271.36	106.20	331.15	595.28	785.86
	- Non controlling interest	58.96	-	-	58.96	-
12	<b>Other comprehensive income for the year attributable to</b>					
	- Owners of the parent	198.88	-	-	198.88	72.05
	- Non Controlling interest	-	-	-	-	-
13	<b>Total Paid-up Equity Share Capital (Face Value Rs. 10/- each)</b>	<b>2,516.69</b>	<b>2,516.69</b>	<b>2,516.69</b>	<b>2,516.69</b>	<b>2,516.69</b>
14	<b>Other Equity excluding Revaluation Reserves</b>				<b>2,932.04</b>	<b>2,284.68</b>
15	<b>Earnings Per Share (of Rs. 10/- each) (not annualized)</b>					
	a. Basic	1.31	0.42	1.32	2.60	3.12
	b. Diluted	1.31	0.42	1.32	2.60	3.12

**Notes:**

- The above audited financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on July 31, 2020. These audited financial results have been prepared in accordance with the Indian Accounting Standards ("IND-AS") as specified under section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and the provisions of the Companies Act, 2013
- As per Regulation 33(3)(h) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 80% of each of the consolidated revenue, assets and profits, respectively needs to be covered under audit. However, there is a shortfall in the threshold percentage to be covered in case of the consolidated revenue and profit/loss. Due to COVID-19 pandemic and consequent lockdown in major part of US, the audit of one subsidiary is not conducted.
- The Company's Overseas Wholly owned subsidiary has acquired 68% holding in Motivity Labs Inc, USA during the quarter, hence previous years figures are not comparable.
- The Company's business activity falls within a single primary business segment comprise of consulting services.
- The figures for quarter ended 31st March, 2020 are balancing figures between the audited figures of the full financial year and the reviewed year-to-date figures up to the third quarter of the financial year.
- Previous year's figures are re-grouped, re-arranged, re-classified wherever necessary.

By order of the Board of Directors  
For Magellanic Cloud Limited

**Jagan Mohan Reddy Thumma**  
Director

Place : Hyderabad  
Date : 31st July 2020

## MAGELLANIC CLOUD LIMITED

CIN: L72100WB1981PLC034342

Unit no. 405, Techno IT Park, Link Road, Near Eskay Club, Borivali (west) Mumbai-400103.

## AUDITED CONSOLIDATED STATEMENT OF ASSETS &amp; LIABILITIES

(Rs. In Lakhs)

Sr. No.	Particulars	As at March 31, 2020	As at March 31, 2019
<b>I.</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non Current Assets</b>		
	(a) Property, Plant and Equipment	583.18	124.60
	(b) Goodwill on Consolidation	4,051.83	1,719.37
	(c) Deferred tax assets (net)	18.08	-
	(d) Other non-current assets	194.61	49.85
		<b>4,847.70</b>	<b>1,893.82</b>
<b>2</b>	<b>Current Assets</b>		
	(a) Financial Assets		
	(i) Trade receivables	4,371.30	3,901.08
	(ii) Cash and cash equivalents	1,039.71	104.04
	(iii) Loans	1,661.60	1,313.48
	(b) Current Tax Assets (net)	26.40	26.48
	(c) Other current assets	741.40	544.19
		<b>7,840.41</b>	<b>5,889.27</b>
	<b>TOTAL</b>	<b>12,688.11</b>	<b>7,783.09</b>
<b>II.</b>	<b>EQUITY AND LIABILITIES</b>		
	<b>EQUITY</b>		
	(a) Equity Share Capital	2,516.69	2,516.69
	(b) Other Equity	2,932.04	2,284.68
	<b>Equity attributable to owners of the Company</b>	<b>5,448.74</b>	<b>4,801.37</b>
	(c) Non Controlling Interest	167.51	-
	<b>Total Equity</b>	<b>5,616.24</b>	<b>4,801.37</b>
	<b>LIABILITIES</b>		
<b>1</b>	<b>Non Current Liabilities</b>		
	(a) Financial Liabilities		
	(i) Borrowings	1,864.39	37.56
	(b) Provisions	96.05	12.78
	(c) Deferred tax liabilities (Net)	-	1.66
		<b>1,960.44</b>	<b>52.00</b>
<b>2</b>	<b>Current Liabilities</b>		
	(a) Financial Liabilities		
	(i) Borrowings	1,660.19	1,040.76
	(ii) Trade payables	498.10	406.25
	(iii) Other Financial Liabilities	24.01	20.53
	(b) Other Current Liabilities	2,816.90	1,224.68
	(c) Provisions	0.16	0.12
	(d) Current Tax Liabilities (Net)	112.08	237.38
		<b>5,111.43</b>	<b>2,929.72</b>
	<b>TOTAL</b>	<b>12,688.11</b>	<b>7,783.09</b>

By order of the Board of Directors  
For Magellanic Cloud Limited

Jagan Mohan Reddy Thumma  
Director

Place : Hyderabad  
Date : 31st July 2020



**MAGELLANIC CLOUD LIMITED**  
**CIN: L72100WB1981PLC034342**  
**Audited Consolidated Cash Flow Statement For the year ended 31st March 2020**

(Rs. In Lakhs)

Particulars	For the year ended 31st Mar 2020	For the year ended 31st Mar 2019
<b>A. Cash Flow From Operating Activities :</b>		
Net profit before tax as per statement of profit and loss	861.29	946.44
<u>Adjustments for :</u>		
Depreciation	136.38	39.04
Interest Income	(78.65)	(73.80)
Gratuity Provision	7.52	12.90
Provision for Standard Assets	-	(2.22)
Profit / Loss on sale of Assets	(7.06)	0.53
Interest expenses	126.70	42.76
Operating Cash Flow Before Changes in Working Capital	1,046.17	965.65
<b>Changes in current assets and liabilities</b>		
(Increase)/ Decrease in trade receivables	(470.21)	(446.34)
(Increase)/Decrease in Other Financial Assets	-	-
(Increase)/Decrease in Loans	(343.27)	(107.97)
(Increase)/Decrease in Other Current and Non-Current Assets	(341.98)	(206.47)
Increase/(Decrease) in Other Financial Liabilities	-	4.31
Increase/(Decrease) in Other Current Liabilities	1,510.50	(769.06)
Increase/(Decrease) in Other Trade payable	91.84	(132.70)
Increase/(Decrease) in Provisions	67.19	-
<b>Cash Generated From Operations</b>	1,560.25	(692.58)
Payment of taxes (net of refunds)	(329.55)	(296.85)
Net Cash Flow From Operating Activities (A)	1,230.71	(989.42)
<b>B. Cash Flow From Investing Activities :</b>		
Purchase of fixed assets	(904.77)	(15.35)
Interest Income	73.80	73.80
<b>Net Cash Flow From Investment Activities (B)</b>	(830.97)	58.45
<b>C. Cash Flow From Financing Activities :</b>		
(Repayment)/Borrowing of loans	(149.07)	-
Dividend and Dividend tax paid	811.71	1,023.85
Interest paid on borrowing	(126.70)	(42.76)
<b>Net Cash From/ (Used In) Financing Activities (C)</b>	535.94	981.09
Net Increase In Cash Or Cash Equivalents (A+B+C)	935.67	50.12
<b>Cash And Cash Equivalents At The Beginning Of The Year</b>	104.04	53.92
<b>Cash And Cash Equivalents As At The End Of The Year</b>	1,039.71	104.04

By order of the Board of Directors  
For Magellanic Cloud Limited

Jagan Mohan Reddy Thumma  
Director

Place : Hyderabad  
Date : 31st July 2020



# **D. KOTHARY & CO.**

## **Chartered Accountants**

**Independent Auditor's Report on Audited Standalone Quarterly and Year to Date Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**To The Board of Directors of  
Magellanic Cloud Limited**

### **Opinion**

We have audited the accompanying Standalone Financial Results of **Magellanic Cloud Limited** ("the Company") for the quarter and year ended 31<sup>st</sup> March 2020 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

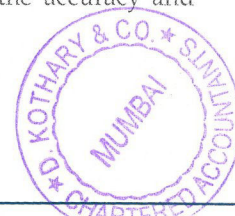
- I. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- II. gives a true and fair view in conformity with Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34) prescribed under Section 133 of the Companies Act 2013 (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information for the quarter and year ended 31<sup>st</sup> March, 2020.

### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

### **Management's Responsibilities for the Standalone Financial Results**

These quarterly financial results as well as the year to date standalone financial results have been prepared on the basis of the interim financial statements. The Company's Board of Directors are responsible for the preparation and presentation of the standalone financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

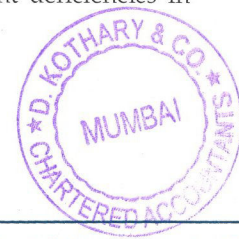
#### **Auditor's Responsibilities for the Audit of the Standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the standalone financial results 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 standalone financial results.

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 standalone financial results, 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 the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' 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 results 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 standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

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





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

## Other Matters

The statement includes the results for the quarter ended 31st March, 2020 being the balancing figure between audited figures in respect of the full financial year and the published unaudited year to date figures up to the nine months of the current financial year which were subject to limited review by us.

**For D. Kothary & Co.**  
Chartered Accountants  
(Firm Registration No. 105335W)

Mukesh

Udaykant Jha

Mukesh U. Jha

Partner

Membership No. 125024

UDIN: 20125024AAABF5638

Place: Mumbai

Date: 31<sup>st</sup> July, 2020

Digitally signed by Mukesh Udaykumar  
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256Digest=64:0E9553163260077448585A46798B13E8,  
serialNumber=1, email=Mukesh.Udaykumar@gmail.com,  
7272491445504B1E39202926355552772ac2b6e,  
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# D. KOTHARY & CO.

## Chartered Accountants

Independent Auditors' Report on Consolidated Financial Results of the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

To The Board of Directors of  
Magellanic Cloud Limited

### Opinion

We have audited the accompanying Statement of Consolidated Financial Results of **Magellanic Cloud Limited** ("the Parent" or "the Company") and its subsidiaries (the Parent Company and its subsidiaries together referred to as "the Group") for the quarter and year ended March 31, 2020 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- a. includes the results of the following subsidiaries:
  - i) JNIT Technologies Inc.
  - ii) Motivity Labs Inc.
  - iii) Motivity Labs Private Limited
- b. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations, as amended, in this regard, read with 'Emphasis of Matter' paragraph below; and
- c. gives a true and fair view, in conformity with Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under Section 133 of the Companies Act 2013 (the "Act") read with relevant rules issued thereunder the applicable accounting standards, and other accounting principles generally accepted in India of the consolidated net profit and consolidated total comprehensive income and other financial information of the Group for the quarter and year ended March 31, 2020.

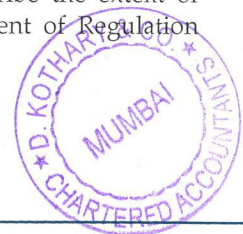
### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Results section of our report. We are independent of the Group, its associates and jointly controlled entities in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

### Emphasis of Matter

We draw attention to the following points: -

- a. We draw attention to Note 2 of the consolidated financial results, which describe the extent of coverage of consolidated revenue, assets and profits pursuant to the requirement of Regulation 33(3)(h) of Listing Regulations.







Our report is not modified in respect of the above matters.

**Management's Responsibilities for the Consolidated Financial Results**

These quarterly financial results as well as the year to date consolidated financial results have been prepared on the basis of the interim financial statements.

The Holding Company's Board of Directors are responsible for the preparation and presentation of the consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

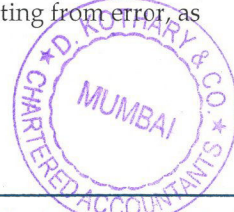
The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

**Auditor's Responsibilities for the Audit of the Consolidated Financial Results**

Our objectives are to obtain reasonable assurance about whether the consolidated financial results 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 consolidated financial results.

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 consolidated financial results, 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







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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 the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' 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 ability of the Group and its associates and jointly controlled entities 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 consolidated financial results 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible of the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

### Other Matters

- a. The accompanying Statement includes audited financial results and other financial information in respect of one subsidiary, whose financial results include total assets of Rs. 7906.54 lakhs as at March 31, 2020, total revenues of Rs. 4,045.44 lakhs and Rs. 16,415.57 lakhs, total net profit/(loss) after tax of Rs. 31.91 lakhs and Rs. 231.93 lakhs, total comprehensive income/(loss) of Rs. 31.91 lakhs and Rs. 231.93 lakhs, for the quarter and year ended on that date respectively, and net cash inflows of Rs. 536.04 lakhs for the year ended March 31, 2020 as considered in the Statement which have been





# D. KOTHARY & CO.

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audited by their respective independent auditors. The independent auditor's report on the financial results and other information of these entities have been furnished to us by the Management and our opinion on the Statement in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of such auditors and the procedures performed by us.

- b. The accompanying Statement includes the unaudited financial result and other financial information, in respect of two subsidiaries, whose financial result include total assets of Rs 1737.09 lakhs as at March 31, 2020, total revenues of Rs 1,378.37 lakhs, total net profit/(loss) after tax of Rs. 125.28 lakhs, total comprehensive income/(loss) of Rs. 125.28 lakhs, for the year ended on that date, and net cash inflows of Rs. 410.78 lakhs for the year ended March 31, 2020, as considered in the Statement. These financial statement and other financial information have not been audited and have been presented solely based on information compiled by the Management and approved by the Board of Directors. Accordingly, we are unable to comment on the impact, if any, on the statement of audited consolidated financial results if the same has been audited and these entity is material to the Group.

Our opinion on the consolidated financial results is not modified in respect of the above matters with respect to the financial results and other financial information certified by the Board of Directors.

- c. The Statement includes the results for the quarter ended March 31, 2020 being the balancing figures between audited figures in respect of the full financial year and the published unaudited year to date figures up to the nine months of the current financial year which were subject to limited review by us.

For D. Kothary & Co.  
Chartered Accountants  
Firm Registration No. 105335W

Mukesh  
Udaykant Jha

Mukesh U. Jha  
(Partner)  
Membership No. 125024  
UDIN: 20125024AAAABG2584  
Place: Mumbai  
Date: 31<sup>st</sup> July, 2020

Digitally signed by Mukesh Udaykant Jha  
DN: cn=Mukesh Udaykant Jha, o=D. Kothary & Co., ou=Chartered Accountants, email=mukesh.jha@dkothary.com, c=IN  
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