



Orchasp Limited
CIN : L72200TG1994PLC017485

13th February 2024

The Manager,
Department of Corporate Services,
BSE Limited
Dalal Street
P.J. Towers, Fort
Mumbai - 400 001

Dear Sir,

Sub: Intimation of the outcome of the Board Meeting pursuant to Regulation 30(2) and 33 read with Part A of Schedule III of SEBI (LODR) Regulations, 2015.

Ref: Scrip Code: 532271

We are herewith submitting the outcome of the Board Meeting held today i.e., Tuesday the 13th February 2024, under Regulation 30(2) read with Part A of SEBI (LODR) Regulation, 2015.

We request you to kindly take the same on record and oblige.

Thanking you.

Yours Faithfully,

For Orchasp Limited

P. Chandra Sekhar

P. Chandra Sekhar
Managing Director & CFO
DIN : 01647212



Encl :a/a



Orchasp Limited
CIN : L72200TG1994PLC017485

The Manager
Department of Corporate Services,
BSE Limited
Dalal Street
P.J.Towers, Fort,
Mumbai -400 001

13th February 2024

Dear Sir,

Sub: Outcome of the Board Meeting held on Tuesday, 14th November 2023

Ref: Scrip Code: 532271

Pursuant to Regulation 30(2) read with Part A of Schedule III of SEBI (LODR) Regulation, 2015, we hereby intimate your good selves that the meeting of the board was held today, the 13th February 2024 at the registered and corporate office of the Company, the board thus

1. Considered and approved the Unaudited Financial Results (Standalone & Consolidated) for the quarter and nine months ended 31st December 2023 in accordance with the recommendation from the Audit Committee and the Limited Review Report issued by M/s P C N & Associates. We wish to inform you that the Limited Review Report issued by the Auditors herein is a qualified opinion and since these results are unaudited, statement of impact of audit qualifications is not applicable.
2. Considered and approved the resolution to make an application to the National Stock Exchange(NSE) for Direct Listing of the shares of the company.

—This is for your kind information and dissemination.

Thanking you.

Yours Faithfully,
For Orchasp Limited

P. Chandra Sekhar

P. Chandra Sekhar
Managing Director & CFO
DIN: 01647212





P C N & ASSOCIATES

CHARTERED ACCOUNTANTS
Plot No. "N Heights"
Ground Floor, Software Layout Unit
Cyberabad, Hyderabad - 500 081.

Tel. : (91-40) 2311 9499
E-mail : pcnassociates@yahoo.com

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

Review report to
The Board of Directors
M/s. ORCHASP LIMITED

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of M/s **Orchasp Limited** (the "Company") for the quarter ended December 31st, 2023 and for the period from 01 April 2023 to 31st December 2023 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting, ('Ind AS 34,') prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of





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all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. Basis for Qualified Conclusion

- (a) We refer to the carrying value of investments of Rs 6825 lakhs held in Wholly Owned Subsidiary at Portugal in Cybermate International, Unipessoal, LDA which has been non-operational for over two years. The Company has defaulted in statutory filings for the period and the Portuguese Authorities have issued a notice of cancellation of Certificate of Incorporation. We are unable to comment upon the carrying value of investments whether any provision for impairment in the value of investments is required
- (b) The company has not paid Tax Deducted at Source (TDS) amounting to Rs. 38.53 lakhs and other statutory dues of Provident Fund amounting to Rs.14.43 lakhs, and Professional Tax of an amount of Rs. 0.57 lakhs up to December 31st, 2023.
- (c) The Trade Receivables are due from more than 6 months. In the absence of confirmations of Trade payables, Trade Receivables and various advances/loans, we are unable to comment on the extent to which such balances are payable/recoverable

5. Qualified Conclusion

Based on our review conducted as above, except for the possible effects, in respect of matters described in Paragraph 4(a) to 4(c) under Paragraph 4 Basis for Qualified Conclusion nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid IND AS 34 prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing





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Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For P C N & Associates,
Chartered Accountants
Firm Regn No. 016016S

K Gopala Krishna
Partner
Membership No. 203605
UDIN: 24203605BJZYDP1392



Place: Hyderabad

Date: 13.02.2024.

Sl. No.	Particulars	31.12.2023		Quarter Ended		31.12.2022		Nine Months Ended		31.12.2022		Year Ended	
		Un Audited		Un Audited		Un Audited		Un Audited		Un Audited		Audited	
		31.12.2023	30.09.2023	31.12.2022	31.12.2022	31.12.2022	31.12.2022	31.12.2022	31.12.2022	31.12.2022	31.03.2023		
1	Income from Operations:												
	(a) Revenue from Operations	341.57	349.84	446.07		974.61		1,374.42		2,345.58			
	(b) Other operating Income	2.62	2.51	2.54		8.49		7.55		492.09			
2	Total	344.19	352.35	448.61		983.10		1,381.97		2,837.67			
3	Expenses:												
	(a) Cost of Services/Subcontract Costs	-	-	-		47.97		-		48.54			
	(b) Changes in Inventories of finished goods/Work in Progress	-	-	-		-		-		-			
	(c) Employee Benefit Expense	265.34	255.59	245.01		736.45		854.21		2,459.33			
	(d) Other Expenses	36.88	33.35	49.99		112.66		176.95		198.47			
	(e) Depreciation and Amortisation Expense	0.97	0.97	1.50		2.92		4.49		6.00			
	(f) Finance Costs	16.46	16.33	19.87		50.39		59.34		77.62			
4	Total	319.65	306.24	316.37		902.42		1,142.96		2,789.96			
5	Profit Before Tax (2-4)	24.54	46.11	132.24		80.67		239.01		47.71			
6	Tax Expense												
	Current Tax	(3.16)	11.99	37.29		12.59		37.29		11.93			
	Deferred tax	0.29	0.29	0.15		0.87		0.48		0.74			
7	Net Profit for the Period	27.41	33.83	94.80		67.21		201.24		35.04			
8	Other Comprehensive Income (after tax)												
	a) Items that will not be reclassified to profit or loss												
	b) Items that will be reclassified to profit or loss												
9	Total Comprehensive Income (after tax)	27.41	33.83	94.80		67.21		201.24		35.04			
10	Paid Up Equity Share Capital (face value of	2,996.83	2,596.83	2,109.16		2,996.83		2,109.16		2,259.16			
11	Other Equity i.e Reserve(excluding	-	-	-		-		-		7,815.65			
12	Earning Per Share(EPS)												
	(Face Value Rs. 2 Each)												
	(a) Basic EPS (Rs.) not annualised	0.02	0.03	0.09		0.05		0.19		0.03			
	(b) Diluted EPS (Rs.) not annualised	0.02	0.03	0.09		0.05		0.19		0.03			





Orchasp Limited

CIN : L72200TG1994PLC017485

Notes:

1. The Unaudited Quarterly Financial Results (Standalone) of the company for the period ended 31st December 2023 have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act 2013, read with Companies (Indian Accounting Standards) Rules 2015, as amended.
2. The above standalone results were reviewed by the audit committee and taken on record by the board of Directors of the company at its meeting held on Tuesday the 13th February 2024. The Statutory Auditors of the Company have carried out the Limited Review of these standalone results as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
3. In accordance with the requirement of IND AS-108 on segment reporting, the company has determined its business segment as computer programming consultancy, and related services. There are no other primary reportable segments, and secondary reportable segments.
4. The statutory auditors have expressed a qualified opinion on the financial statements of the company pertaining to
 - a. Investment in Wholly Owned Subsidiary at Portugal viz Cybermate International, Unipessoal, LDAWe clarify that the Portuguese authority has issued a notice of cancellation of the Certificate of Incorporation of the WOS due to non-filing of statutory information. We are considering transferring the investment to another subsidiary and rectifying the non-compliance. We have sought a legal opinion on the matter.





Orchasp Limited
CIN : L72200TG1994PLC017485

b. We clarify that non-payment of statutory dues to appropriate authorities was on account of pending reconciliation of challans for the pre covid period which need rectification consequent to the reconciliation in the EPF interface.

We have completed reconciliation and have rectified the same in January 2024.

c. Non-Receipt of trade receivables and payables due for more than 6 months.

We are of the opinion that the delays have been caused due to adverse conditions prevailing in the business and financial markets. We are hopeful of realizing a substantial portion in the ensuing quarter, failing which we would initiate a provisioning for bad/doubtful debts as necessary in the ensuing period.

5. EPS is not annualised.

6. The figures for the previous period/year have been regrouped/reclassified, wherever necessary.

Date : 13th February 2024
Place : Hyderabad



By the order of the Board
For Orchasp Limited

P. Chandra Sekhar.

P.Chandra Sekhar
Managing Director & CFO
DIN: 01647212



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Independent Auditor's Review Report on the Quarterly Unaudited Consolidated Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review report to
The Board of Directors
M/s. ORCHASP LIMITED

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of M/s Orchasp Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the quarter ended December 31st, 2023 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting, ('Ind AS 34') prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on "The Statement" based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.





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4. Basis for Qualified Conclusion

- (a) We refer to the carrying value of investments of Rs 6825 lakhs held in Wholly Owned Subsidiary at Portugal in Cybermate International, Unipessoal, LDA which has been non-operational for over two years. The Company has defaulted in statutory filings for the period and the Portuguese Authorities have issued a notice of cancellation of Certificate of Incorporation. We are unable to comment upon the carrying value of investments whether any provision for impairment in the value of investments is required
- (b) The company has not paid Tax Deducted at Source (TDS) amounting to Rs. 38.53 lakhs and other statutory dues of Provident Fund amounting to Rs. 14.43 lakhs, and Professional Tax of an amount of Rs. 0.57 lakhs up to December 31st, 2023.
- (c) The Trade Receivables are due from more than 6 months. In the absence of confirmations of Trade payables, Trade Receivables and various advances/loans, we are unable to comment on the extent to which such balances are payable/recoverable

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

Subsidiaries:

- a) Cybermate Infotek Limited Inc, USA
- b) Cybermate International, Unipessoal, LDA

5. Other Matter paragraph:

The accompanying Statement includes unaudited interim financial results and other unaudited financial information in respect of subsidiaries; whose interim financial results and other financial information reflect total revenues of Rs. Nil, total net profit after tax of Rs. Nil and comprehensive income of Rs. Nil for the quarter ended December 31st, 2023, as considered in the Statement whose interim financial results and other financial information have not been reviewed by their respective auditors.





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These unaudited interim financial results and other unaudited financial information have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the affairs of these subsidiaries is based solely on such unreviewed interim financial results and other unreviewed financial information.

Our conclusion on the Statement in respect of matters stated above is not modified with respect to our reliance on the financial results furnished by the Management.

6. Qualified Conclusion

Based on our review conducted as above, except for the possible effects, in respect of matters described in Paragraph 4(a) to 4(c) under Paragraph 4 Basis for Qualified Conclusion nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid IND AS 34 prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For P C N & Associates,
Chartered Accountants
Firm Regn No. 016016S

K Gopala Krishna
Partner
Membership No. 203605
UDIN: 24203605BJZYDQ8853



Place: Hyderabad
Date: 13.02.2024.

Orchasp Limited and its Subsidiaries											
19 & 20, Moti Valley, Trimulgherry, Secunderabad.500015,TG, India											
Statement of Unaudited Consolidated Financial Results for the Quarter and Nine Months ended 31st December, 2023											
Sl. No.	Particulars	Quarter Ended			Nine Months Ended			Year Ended			
		31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.12.2022	31.03.2023			
		Un Audited	Un Audited	Un Audited	Un Audited	Un Audited	Un Audited	Audited			
1	Income from Operations:										
	(a) Revenue from Operations	341.57	349.84	446.07	974.61	1,374.42	2,345.58				
	(b) Other operating Income	2.62	2.51	2.54	8.49	7.55	492.09				
2	Total	344.19	352.35	448.61	983.10	1,381.97	2,837.67				
3	Expenses:										
	(a) Cost of Services/Subcontract Costs	-	-	-	-	47.97	48.54				
	(b) Changes in Inventories of finished goods/Work in Progress	-	-	-	-	-	-				
	(c) Employee Benefit Expense	265.34	255.59	245.01	736.45	854.21	2,459.33				
	(d) Other Expenses	36.88	33.35	49.99	112.66	176.95	198.47				
	(e) Depreciation and Amortisation Expense	0.97	0.97	1.50	2.92	4.49	6.00				
	(f) Finance Costs	16.46	16.33	19.87	50.39	59.34	77.62				
4	Total	319.65	306.24	316.37	902.42	1,142.96	2,789.96				
5	Profit Before Tax (2-4)	24.54	46.11	132.24	80.67	239.01	47.71				
6	Tax Expense										
	Current Tax	(3.16)	11.99	37.29	12.59	37.29	11.93				
	Deferred tax	0.29	0.29	0.15	0.87	0.48	0.74				
7	Net Profit for the Period	27.41	33.83	94.80	67.21	201.24	35.04				
8	Other Comprehensive Income (after tax)										
	a) Items that will not be reclassified to profit or loss										
	b) Items that will be reclassified to profit or loss										
9	Total Comprehensive Income (after tax)	27.41	33.83	94.80	67.21	201.24	35.04				
10	Paid Up Equity Share Capital (face value of)	2,996.83	2,596.83	2,109.16	2,996.83	2,109.16	2,259.16				
11	Other Equity i.e Reserve(excluding Earning Per Share(EPS) (Face Value Rs. 2 Each)	-	-	-	-	-	7,815.65				
12	(a) Basic EPS (Rs.) not annualised	0.02	0.03	0.09	0.05	0.19	0.03				
	(b) Diluted EPS (Rs.) not annualised	0.02	0.03	0.09	0.05	0.19	0.03				





Orchasp Limited

CIN : L72200TG1994PLC017485

Notes:

1. The Unaudited Quarterly Financial Results (Consolidated) of the company for the period ended 31st December 2023 have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act 2013, read with Companies (Indian Accounting Standards) Rules 2015, as amended. The following are the subsidiaries whose results are consolidated in these results,
 - (i) Cybermate Infotek Ltd Inc, USA
 - (ii) Cybermate International, Unipessoal, LDA, Portugal.
2. The above consolidated results were reviewed by the audit committee and taken on record by the board of Directors of the company at its meeting held on Tuesday the 13th February 2024. The Statutory Auditors of the Company have carried out the Limited Review of these results as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
3. In accordance with the requirement of IND AS-108 on segment reporting, the company has determined its business segment as computer programming consultancy, and related services. There are no other primary reportable segments, and secondary reportable segments.
4. Consolidated Financial Results
 - (a) There are no operations in the Subsidiary Company Cybermate Infotek Limited Inc, USA, and hence, no statement of Profit & Loss is prepared for period ended 31st December 2023.
 - (b) There are no operations in the Subsidiary Company Cybermate International Unipessoal, LDA, Portugal, no statement of Profit & Loss is prepared for period ended 31st December 2023.





Orchasp Limited
CIN : L72200TG1994PLC017485

5. The statutory auditors have expressed a qualified opinion on the financial statements of the company pertaining to

a. Investment in Wholly Owned Subsidiary at Portugal viz Cybermate International, Unipessoal, LDA

We clarify that the Portuguese authority has issued a notice of cancellation of the Certificate of Incorporation of the WOS due to non-filing of statutory information. We are considering transferring the investment to another subsidiary and rectifying the non-compliance. We have sought a legal opinion on the matter.

b. Non- payment of statutory dues for the period ending 31st December, 2023.

We clarify that non-payment of statutory dues to appropriate authorities was on account of pending reconciliation of challans for the pre covid period which need rectification consequent to the reconciliation in the EPF interface. We have completed reconciliation and have rectified the same in January 2024.

c. Non-Receipt of trade receivables and payables due for more than 6 months.

We are of the opinion that the delays have been caused due to adverse conditions prevailing in the business and financial markets. We are hopeful of realizing a substantial portion in the ensuing quarter, failing which we would initiate a provisioning for bad/doubtful debts as necessary in the ensuing period.

6. EPS is not annualised.

7. The figures for the previous period/year have been regrouped/reclassified, wherever necessary.

Date : 13th February 2024

Place : Hyderabad



By the order of the Board
For Orchasp Limited

P. Chandra Sekhar

P. Chandra Sekhar
Managing Director & CFO
DIN: 01647212