PSD & ASSOCIATES
Chartered Accountants
Head Office:-324, Third Floor, Ganpati Plaza, M I Road, Jaipur- 302001.
Branch Office:- 808, Tower-A, Omkar Alta Monte, Pathanwadi, Malad (E), Mumbai - 400097.
Contact - : 91-141-2389180-83 , Email-girish.abnj1@gmail.com

Auditor's Report on Consolidated Year to date results of the Company pursuant to the regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

TO
BOARD OF DIRECTORS OF
MINDPOOL TECHNOLOGIES LIMITED

1. We have audited the accompanying Statement of Consolidated Financial Results of **MINDPOOL TECHNOLOGIES LIMITED** ("the Company"), comprising its subsidiary (together, 'the Group') for the year ended March 31, 2019attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These consolidated financial results for the year ended March 31, 2019 have been prepared on the basis of the annual consolidated financial results as at and for the year ended March 31, 2019, which are the responsibility Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express anopinion on these consolidated financial results, based on our audit of such annual consolidated financial statements, which have been prepared in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with rule 7 of Companies (Account) Rules, 2014 and other accounting principles generally accepted in India.

2. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial resultsare free from material misstatement(s).An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial results. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.We believe that our audit provides a reasonable basis for our opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, the consolidated financialresults:

(i) Includes the Half Year ended and year-to-date results of the following entities: -

I. MINDPOOL TECHNOLOGIES INC (Subsidiary Company)

(ii) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and

(iii) gives a true and fair view in the net profit and other financial information of the Group for the year ended March 31, 2019.

4. The comparative financial information of the Group for the year ended March, 2018 included in these financial result, have been audited by the predecessor auditor. The report of the predecessor auditor on the comparative financial information dated May 02, 2018 expressed an unmodified opinion.

5. We did not audit the financial statements and other information, in respect of the subsidiary, whose financial statements include total assets of Rs. 306.09 Lakhs and net assets of Rs. 297.78Lakhs as at March 31, 2019, and total revenues of Rs. 1542.94 Lakhs for the year ended on that date. These financial statements and other financial information have been prepared and submitted to us by the management and our opinion is not modified in respect of this matter.

For P S D & Associates
Chartered Accountants
FRN 004501C

PSD & ASSOCIATES FRN.4501C M.NO.427738 CHARTERED ACCOUNTANTS

(GirishVyas)
Partner
Membership No. 427738
Date: 24th May, 2019
Place: Mumbai

MINDPOOL TECHNOLOGIES

CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES FOR THE YEAR ENDED 31ST MARCH 2019

	Particulars	31-03-2019 (Audited)	31-03-2018 (Audited)
I.	**EQUITY & LIABILITIES**		
1	**Shareholders Funds**		
	Share Capital	423,75,000	303,75,000
	Reserves & Surplus	1044,45,371	710,95,812
2	**Share Application Money Pending Allotments**	-	-
		1468,20,371	**1014,70,812**
3	**Non- current Liabilities**		
	Long- Term Borrowings	-	-
	Deferred Tax Liabilities (Net)	-	-
	Other Long Term Liabilities	-	-
	Long - Term Provisions	7,84,936	35,83,090
		7,84,936	**35,83,090**
4	**Current Liabilities**		
	Short - Term Borrowings	80,47,660	121,16,000
	Trade Payables	178,69,267	114,58,392
	Other Current Liabilities	30,24,434	100,96,299
	Short- Term Provisions	2,53,706	2,68,539
		291,95,067	**339,39,230**
	Total Equity & Liabilities	**1768,00,374**	**1389,93,132**
1	**Non- Current Assets**		
	Property, Plant & Equipment		
	Tangible Assets	58,20,100	22,26,107
	Intangible Assets	1,13,891	45,123
	Capital Works in progress	-	-
		59,33,991	**22,71,230**
	Non-Current Investments	125,00,000	125,00,000
	Long-Term Loans & Advances	-	-
	Other Non Current Assets	-	-
	Deferred Tax Assets (Net)	1,32,387	2,16,370
		126,32,387	**127,16,370**
2	**Current Assets**		
	Inventories	-	-
	Trade receivables	1038,27,132	665,66,728
	Cash & bank Balances	103,40,966	185,51,035
	Short- Term Loans & Advances	308,11,423	98,98,879
	Other Current Assets	132,54,475	289,88,890
		1582,33,996	**1240,05,532**
	Total Assets	**1768,00,374**	**1389,93,132**

For, **and on behalf of the Board of Directors of Mindpool Technologies Limited**

Ritesh Sharma
Chairman & Managing Director

Date: 24th May, 2019
Place: Pune

Mindpool Technologies Ltd.

MINDPOOL TECHNOLOGIES

Consolidated Statement of Financials Results for the half year and year ended on 31st March 2019

	PARTICULARS	Six Month Ended		Year Ended	
		30-09-2018	31-03-2019	31-03-2019	31-03-2018
		Audited	Audited	Audited	Audited
1	**Income From Operation**				
	(a) Net Sales / Income from Operation (Net of Taxes)	1027,53,906	1189,47,220	2217,01,126	2022,41,628
	(b)Other Income	53,81,068	-11,68,158	42,12,911	20,94,048
	Total Income from Operation (net)	**1081,34,974**	**1177,79,062**	**2259,14,037**	**2043,35,676**
2	**Expenses**				
	(c) Employee benefit expenses	188,55,993	1578,26,818	1766,82,811	954,89,579
	(d) Finance Cost	4,08,119	5,50,155	9,58,274	10,19,818
	(e) Depreciation and amortization expenses	4,26,943	7,68,204	11,95,147	10,95,876
	(f) Other Expenses	721,88,090	- 427,36,553	294,51,536	840,31,363
	Total Expenses	**918,79,144**	**1164,08,624**	**2082,87,768**	**1816,36,636**
3	**Profit/(Loss) from before exceptional and extraordanry items (1-2)**	**162,55,830**	**13,70,438**	**176,26,268**	**226,99,040**
4	Exceptional Item	8,27,200	-	8,27,200	2,46,000
5	**Profit/(Loss) from ordinary activities before tax (3+4)**	**154,28,630**	**13,70,438**	**167,99,068**	**224,53,040**
6	Tax Expenses	12,81,047	-5,31,990	7,49,057	57,61,438
7	**Net Profit/(Loss) from Ordinary activity after tax (5-6)**	**141,47,583**	**19,02,428**	**160,50,011**	**166,91,602**
8	Extraordinery Item (net of tax Rs expenses)	-	-	-	-
9	**Net profit/(loss) for the period (7+8)**	**141,47,583**	**19,02,428**	**160,50,011**	**166,91,602**
10	Share of profit / (loss) of associates(net)	-	-	-	-
11	Minority Interest	-	-	-	-
12	**Net profit /(loss) after taxes, minority interest and share of profit/(loss) of associates (9+10-11)**	**141,47,583**	**19,02,428**	**160,50,011**	**166,91,602**
13	Paid up Equity Share Capital-Face Value Rs 10/- each	303,75,000	423,75,000	423,75,000	303,75,000
14	Reserve excluding, Revaluation Reserves as per balance sheet of previous accunting year.			667,18,518	859,66,312
15	Earnings per Share (EPS) , in Rs (not annualised) (Equity Share of face value of Rs 10/- each)				
	(a) Basic	4.66	0.45	5.11	5.50
	(b) Diluted	4.66	0.45	5.11	5.50

For, **and on behalf of the Board of Directors of Mindpool Technologies Limited**

Ritesh Sharma
Chairman & Managing Director

Date: 24th May, 2019
Place: Pune

Mindpool Technologies Ltd.

MINDPOOL TECHNOLOGIES

Notes:-

1 The above financial results were reviewed and recommended by the Audit Committee of the company and, the same were approved by the Board of Director of the company at their respective meeting/s held on Friday, the 24th May 2019.

2 Corresponding figures for the Half-year ended 31st March, 2018 is not provided since the Company was an unlisted entity during the said period and hence no half yearly results were separately drawn / reviewed by Board of Directors.

3 The Company does not have more than one reportable segment in terms of AS 17 hence segment wise reporting is not applicable.

4 During financial year ended on 31st March, 2019, the Company has completed its initial public offer (IPO) of 12,00,000 Equity shares of ₹ 10/- at a price of ₹ 30/- per share including a premium of ₹ 20/- per equity share.

5 The figures for the previous period have been restated / regrouped / reclassified, wherever necessary, in order to make them comparable.

6 The company is having one subsidiary company name Mindpool Technologies INC (100%) Accordingly, there in no minority interest in the Company while preparing the consolidated financial statements of the company.

For, **and on behalf of the Board of Directors of Mindpool Technologies Limited**

Mindpool Technologies Ltd.

Ritesh Sharma
Chairman & Managing Director

Date: 24th May, 2019
Place: Pune

PSD & ASSOCIATES

Chartered Accountants

Head Office:-324, Third Floor, Ganpati Plaza, M I Road, Jaipur– 302001.
Branch Office:- 808, Tower-A, Omkar Alta Monte, Pathanwadi, Malad (E), Mumbai - 400097.
Contact - : 91-141-2389180-83 , Email-girish.abnj1@gmail.com

Auditor's Report on half yearly financial results and Year to date results of the Company pursuant to the regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

TO
BOARD OF DIRECTORS OF
MINDPOOL TECHNOLOGIES LIMITED

1. We have audited the accompanying Statement of Financial Results of **MINDPOOL TECHNOLOGIES LIMITED** ("the Company"), for the half year ended March 31, 2019 and year ended March 31, 2019attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These results for the year ended March 31, 2019 have been prepared on the basis of the audited annual financial statements as at and for the year ended March 31, 2019, which are the responsibility Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express anopinion on these financial results, based on our audit of such annual financial statements, which have been prepared in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with rule 7 of Companies (Account) Rules, 2014 and other accounting principles generally accepted in India.

2. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial resultsare free from material misstatement(s).An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial results. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.We believe that our audit provides a reasonable basis for our opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, the result:

(i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and

(ii) gives a true and fair view in the net profit and other financial information of the Company for the year ended March 31, 2019.

4. The comparative financial information of the Company for the year ended March, 2018 included in these financial result, have been audited by the predecessor auditor. The report of the predecessor auditor on the comparative financial information dated May 02, 2018 expressed an unmodified opinion.

For P S D & Associates
Chartered Accountants
FRN 004501C

(GirishVyas)
Partner
Membership No. 427738
Date: 24th May, 2019
Place: Mumbai

MINDPOOL TECHNOLOGIES

STANDALONE STATEMENT OF ASSETS AND LIABILITIES FOR THE YEAR ENDED 31ST MARCH 2019

	Particulars	31-03-19 (Audited)	31-03-18 (Audited)
	EQUITY & LIABILITIES		
1	**Shareholders Funds**		
	Share Capital	42,375,000	30,375,000
	Reserves & Surplus	74,667,370	61,276,597
2	**Share Application Money Pending Allotments**	-	-
		117,042,370	**91,651,597**
3	**Non- current Liabilities**		
	Long- Term Borrowings	-	-
	Deferred Tax Liabilities (Net)	-	-
	Other Long Term Liabilities	-	-
	Long - Term Provisions	784,936	3,583,090
		784,936	**3,583,090**
4	**Current Liabilities**		
	Short - Term Borrowings	8,047,660	12,116,000
	Trade Payables	17,038,679	158,336
	Other Current Liabilities	3,024,434	10,096,299
	Short- Term Provisions	253,706	268,539
		28,364,479	**22,639,174**
	Total Equity & Liabilities	**146,191,786**	**117,873,861**
1	**Non- Current Assets**		
	Property, Plant & Equipment		
	Tangible Assets	5,820,100	2,226,107
	Intangible Assets	113,891	45,123
	Capital Works in progress	-	-
		5,933,991	**2,271,230**
	Non-Current Investments	12,500,750	12,500,750
	Long-Term Loans & Advances	-	-
	Other Non Current Assets	-	-
	Deferred Tax Assets (Net)	132,387	216,370
		12,633,137	**12,717,120**
2	**Current Assets**		
	Inventories	-	-
	Trade receivables	75,168,092	46,252,982
	Cash & bank Balances	8,390,668	17,691,035
	Short- Term Loans & Advances	30,811,423	9,952,605
	Other Current Assets	13,254,475	28,988,890
		127,624,658	**102,885,511**
	Total Assets	**146,191,786**	**117,873,861**

MINDPOOL TECHNOLOGIES LIMITED

(Formerly Known as Mindpool Technologies Private Limited)

Regd. Office C/102/9, Pune IT Park, Bhau Patil Marg, Bopodi, Pune, Maharashtra - 411020 (INDIA)

Tel : 020-30226113 E-mail:info@mindpooltech.com | www.mindpooltech.com

CIN NO : U72900PN2011PLC138607

Mindpool Technologies Ltd

MINDPOOL TECHNOLOGIES

Standalone Statement of Financials Results for the half year and year ended on 31st March 2019

	PARTICULARS	Six Month Ended		Year Ended	
		30-09-2018	31-03-2019	31-03-2019	31-03-2018
		Audited	Audited	Audited	Audited
1	**Income From Operation**				
	(a) Net Sales / Income from Operation (Net of Taxes)	228,16,476	455,19,568	683,36,044	1713,47,003
	(b)Other Income	53,81,068	- 11,68,158	42,12,911	20,94,048
	Total Income from Operation (net)	**281,97,544**	**443,51,411**	**725,48,955**	**1734,41,051**
2	**Expenses**				
	(c) Employee benefit expenses	188,55,993	239,87,826	428,43,819	954,89,579
	(d) Finance Cost	3,94,462	5,15,964	9,10,426	10,19,818
	(e) Depreciation and amortization expenses	4,26,943	7,68,204	11,95,147	10,95,876
	(f) Other Expenses	37,15,444	256,92,441	294,07,884	560,57,410
	Total Expenses	**233,92,841**	**509,64,435**	**743,57,276**	**1536,62,683**
3	**Profit/(Loss) from before exceptional and extraordanry items (1-2)**	**48,04,703**	**- 66,13,024**	**-18,08,321**	**197,78,368**
4	Exceptional Item	8,27,200	-	8,27,200	-
5	**Profit/(Loss) from ordinary activities before tax (3+4)**	**39,77,503**	**- 66,13,024**	**-26,35,521**	**197,78,368**
6	Tax Expenses	12,47,696	- 19,39,349	-6,91,653	57,07,712
7	**Net Profit/(Loss) from Ordinary activity after tax (5-6)**	**27,29,807**	**- 46,73,675**	**-33,27,174**	**140,70,656**
8	Extraordinery Item (net of tax Rs expenses)	-	-	-	-
9	**Net profit/(loss) for the period (7+8)**	**27,29,807**	**- 46,73,675**	**-33,27,174**	**140,70,656**
10	Paid up Equity Share Capital-Face Value Rs 10/- each	303,75,000	423,75,000	423,75,000	303,75,000
11	Reserve excluding, Revaluation Reserves as per balance sheet of previous accunting year.			612,76,591	831,45,331
12	Earnings per Share (EPS) , in Rs (not annualised)				
	(Equity Share of face value of Rs 10/- each)				
	(a) Basic	0.90	(1.96)	(1.06)	4.63
	(b) Diluted	0.90	(1.96)	(1.06)	4.63

For, **and on behalf of the Board of Directors of Mindpool Technologies Limited**

Ritesh Sharma
Chairman & Managing Director

Date: 24th May, 2019
Place: Pune

Mindpool Technologies Ltd.

MINDPOOL TECHNOLOGIES

Notes:-

1 The above financial results were reviewed and recommended by the Audit Committee of the company and, the same were approved by the Board of Director of the company at their respective meeting/s held on Friday, the 24th May 2019.

2 Corresponding figures for the Half-year ended 31st March, 2018 is not provided since the Company was an unlisted entity during the said period and hence no half yearly results were separately drawn / reviewed by Board of Directors.

3 The Company does not have more than one reportable segment in terms of AS 17 hence segment wise reporting is not applicable.

4 During financial year ended on 31st March, 2019, the Company has completed its initial public offer (IPO) of 12,00,000 Equity shares of ₹ 10/- at a price of ₹ 30/- per share including a premium of ₹ 20/- per equity share.

5 The figures for the previous period have been restated / regrouped / reclassified, wherever necessary, in order to make them comparable.

***For,* and on behalf of the Board of Directors of Mindpool Technologies Limited**

Ritesh Sharma
Chairman & Managing Director

Date: 24th May, 2019
Place: Pune

Mindpool Technologies Ltd.

MINDPOOL TECHNOLOGIES LIMITED

(Formerly Known as Mindpool Technologies Private Limited)

Regd. Office C/102/9, Pune IT Park, Bhau Patil Marg, Bopodi, Pune, Maharashtra - 411020. (INDIA)

Tel : 020-30226113 E-mail:info@mindpooltech.com | www.mindpooltech.com

CIN NO : U72900PN2011PLC138607

To,

Date: 24th May, 2019

The Manager- Listing Department
National Stock Exchange India Limited
SME platform
'Exchange Plaza', C-1 Block G,
Bandra Kurla complex,
Bandra (E), Mumbai 400051.

Ref: NSE Symbol: MINDPOOL ***ISIN: INE00RQ01019***

Dear Sir/ Madam,

Subject: Declaration for audit report on unmodified opinion(s).

Pursuant to Regulation 33(3) (d) of SEBI (LODR) Regulations 2015 we hereby declare that the Statutory auditors of the Company have issued Auditors Report with unmodified opinion on standalone & Consolidated Audited Financial results for the half year and year ended 31st March 2019 and the same was approved at the said Board Meeting held today i.e on 24th May, 2019 .

This is for your information and record.

Thanking you,

Yours faithfully,

For, **Mindpool Technologies Limited**
(Formerly known as Mindpool technologies Private Limited)

Ritesh Sharma
Chairman & Managing Director
DIN 02676486

Mindpool Technologies Ltd.