

To
Walker Chandiok & Co LLP
Chartered Accountants
Unit No-1, 10th Floor, My Home Twitza,
APIIC, Hyderabad Knowledge City,
Raidurg (Panmaktha) Village,
Hyderabad – 500081, Telangana, India.

Date: 30 September 2022

For the kind attention of: **Mr. Sanjay Kumar Jain, Partner**

Dear Sir,

Subject: Management representation in connection with the statutory audit of the financial statements and the internal financial controls with reference to financial statements of **EMPE Diagnostics Private Limited** for the year ended 31 March 2022.

This representation letter is provided in connection with your audits of the Balance Sheet as at 31 March 2022, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a Summary of Significant Accounting Policies and Explanatory Information (collectively referred to as “financial statements”) of EMPE Diagnostics Private Limited (the “Company”) for the purpose of expressing an opinion as to whether the financial statements prepared by the management in accordance with the accounting standards specified under Section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021, and other recognised accounting practices and policies generally accepted in India including the requirements of the Act [“Indian GAAP”] give a true and fair view.

We acknowledge our responsibility for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these financial statements. The management is responsible for prevention and timely detection of irregularities, including fraud. We understand that the term ‘fraud’ includes misstatements arising from fraudulent financial reporting and misstatements arising from misappropriation of assets.

In connection with your audit of financial statements, we confirm that:

1. We have fulfilled our responsibilities with respect to preparation and presentation of the financial statements and other responsibilities as set out in the terms of the engagement letter dated 09 September 2022 including the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”).
2. The financial statements are prepared on accrual basis and are free from material errors and omissions and present fairly the financial position, the results of its operations and cash flows of the Company, in accordance with the Indian GAAP.
3. The financial statements have been prepared on a going concern basis. We have disclosed all matters related to going concern and using the going concern basis of accounting. We confirm that there are no events or circumstances that indicate material uncertainty related to going concern assumption used in the preparation of financial statements. We also confirm that the management or the Board of Directors do not intend to liquidate the Company or intend to cease operations of the Company.
4. With respect to accounting estimates recognized or disclosed in financial statements:
 - a. significant assumptions used by us in making the accounting estimates, are reasonable.
 - b. The measurement process, including related assumptions and models, used by the management in determining the accounting estimates in context of the Indian GAAP is appropriate and consistent.
 - c. The assumptions used by management in determining the accounting estimates reflect management’s ability and intent to carry out specific courses of action on behalf of the entity, where relevant to the accounting estimates and disclosures.
 - d. The disclosures related to accounting estimates are complete and appropriate under the Indian GAAP.
 - e. No subsequent event requires adjustment to the accounting estimates and disclosures included in the financial statements.
5. The accounting estimates which are not recognized or disclosed in the financial statements do not meet the recognition or disclosure criteria as per Indian GAAP and basis for such determination is appropriate.
6. We are aware of the fact that your examination includes such tests and procedures as you considered necessary for the purpose of expressing an opinion on the financial statements. We also understand that such tests and procedures would not necessarily detect fraud, irregularities or error, should any exist. We acknowledge that, control over and responsibility of prevention and detection of fraud, irregularities and error remains with us.
7. The financial statements are in agreement with the books of account. There are no transactions that have not been recorded in the accounting records underlying the financial statements.
8. The accounting policies which are material or critical in determining the financial position, results of operations and cash flows for the year and other explanatory information are set out in the financial statements and are consistent with those adopted in the previous year.
9. We have designed and implemented internal financial controls with reference to financial statements relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

10. We have provided you with:
 - a. All minutes of the meetings of shareholders, directors, and committees of directors, or summaries of actions of recent meetings of which minutes have not yet been prepared;
 - b. complete and accurate information, statutory records and documents as applicable, and other matters that are relevant to the preparation and presentation of the financial statements;
 - c. complete and accurate additional information that you have requested from us; and
 - d. unrestricted access to those persons within the Company from whom you determined it necessary to obtain audit evidences.
11. The result of our risk assessment process did not indicate risk of financial statements being materially misstated as a result of fraud or error.
12. There were no instances of fraud resulting in a material misstatement to the Company's financial statements and any other fraud that does not result in a material misstatement to the Company's financial statements but involves senior management or management or other employees who have a significant role in the Company's internal financial controls with reference to financial statements.
13. We are not aware of any fraud or suspected fraud involving:
 - a. management;
 - b. employees; or
 - c. others.
14. There are no allegations of fraud or suspected fraud, communicated by the employees, former employees, analysts, regulators or others.
15. We confirm that we are responsible for the following:
 - a) Designing, implementing, and maintaining internal controls relevant to the preparation and fair presentation of the financial statements which are free from material misstatements, whether due to fraud or error.
 - b) Effects of uncorrected misstatements in financial statements, aggregated by the auditor during the audit is immaterial, both individually and in the aggregate, to the financial statements taken as a whole.
 - c) To set up a vigil mechanism for reporting suspected fraud and administer the mechanism effectively.
 - d) Take appropriate action to detect the fraud and wrongful gain or loss, if any, incurred on account of the fraud.
 - e) Take appropriate action against the fraudsters.
16. We have not withheld from you any relevant information that we are aware of and would have an implication on the process of your responsibilities to report fraud under the statute.
17. There were no instances of non-compliance or suspected or possible non-compliance with laws and regulations whose effects are required to be considered when preparing the financial statements.
18. No events/transactions have taken place subsequent to the date of the financial statements, which will require adjustment or disclosure in the financial statements as per Indian GAAP
19. There are no changes in internal financial controls with reference to financial statements or other factors that might significantly affect internal financial controls with reference to financial statements, including corrective actions taken by the management with regard to significant deficiencies and material weaknesses, that have occurred subsequent to the balance sheet date and through the date of this representation letter.

20. We will inform you about all of the following:

- facts which become known to the management after the date of the Auditor's Report but before the date the financial statements are issued; and
- facts which become known to the management after the financial statements have been issued, which had they been known at the time of approval of financial statements or the audit report date, may have caused the financial statements and/ or the audit report to be amended.

21. All the identified misstatements have been appropriately dealt with in the financial statements and there are no unrecorded misstatements and/or omitted disclosures.

22. There have been no communications from regulatory agencies concerning non- compliance with or deficiencies in financial reporting practices, including deficiencies in the Company's internal financial controls.

23. All transactions entered into by the Company are final and there are no side agreements with the counter parties (whether related parties or not) to the contracts entered into by the Company.

Liabilities

24. We have recorded all known liabilities, including those liabilities/contingencies which are likely to result in loss and require adjustment of assets or liabilities in the financial statements.

25. There are no micro and small enterprises, as defined under the provisions of the Micro, Small and Medium Enterprises Development Act, 2006 to whom the Company owes dues, as at the reporting date.

26. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

27. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company, in accordance with relevant provisions of the Act.

28. To the best of our knowledge and belief, as disclosed in the note 25 to financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Property plant and equipment

29. No events or changes in circumstances have occurred that indicate the carrying amounts of Property, plant, and equipment may not be recoverable.

30. The Company has complied with the provisions of Schedule II (as amended) to the Act with respect to the useful lives to compute depreciation of the Property, plant and equipment.

31. There has been no revaluation in any class of property, plant and equipment.

Legal matters

32. The Company does not have any pending litigations which would impact its financial position.

Commitments

33. There are no commitments as on balance sheet date.

Contingent liabilities

34. There are no contingent liabilities as at Balance Sheet date that might require a disclosure in the financial statements.

Loans and advances

35. All loans and advances have a value on realisation in the ordinary course of business which is at least equal to the amounts at which they are stated in the Balance Sheet.

Inventories

36. All quantities were determined by actual physical count or weight or measurement that was taken under our supervision and in accordance with written instructions on 31 March 2022. The discrepancies noticed on physical verification of stocks as compared to book records have been properly dealt with in the books of account and subsequent transactions recorded in the accounts fairly reflect the changes in the inventories up to 31 March 2022.
37. All goods included in the inventory are the property of the Company. None of the goods are held as consignee for others or as bailee, and none of the goods are subject to any charge except as set out in the financial statements.
38. Stocks do not include:
- (a) goods purchased for which liabilities have not been provided;
 - (b) goods returned by customers without credit to their accounts; or
 - (c) goods billed to customers in advance of delivery.

Other current/non-current assets

39. Provision, where material, has been made for any diminution in the value of any other current/non-current asset.

The Companies (Auditor's Report) Order, 2020

40. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment
41. The fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
42. The Company does not hold any immovable property (in the nature of 'fixed assets').

43. The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies between physical inventory and book records were noticed on physical verification
44. There were no loan or advance in the nature of loan granted which had fallen due during the year, had been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties
45. The Company has not entered into any transaction covered under Sections 185 and 186 of the Act.
46. The Company has not accepted any deposits or deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended).
47. The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the Company's products.
48. Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited to the appropriate authorities, though there has been a slight delay in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
49. The Company has no loans or borrowings payable to a financial institution or a bank or government and no dues payable to debenture-holders during the year.
50. The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments) and did not have any term loans outstanding during the year.
51. The Company is not a Nidhi Company.
52. We have disclosed to you the identity of the Company's related parties and all the related party relationships and transactions of which we are aware. We confirm that such relationships and transactions have been appropriately disclosed in the financial statements in accordance with the requirements of Indian GAAP.
53. Related party transactions were conducted on the terms equivalent to those prevailing in an arm's length transaction.
54. All transactions with the related parties are in compliance with Section 188 of the Act, where applicable, and the requisite details have been disclosed in the financial statements, as required by the applicable Indian GAAP. The company is not required to constitute audit committee under Section 177 of the Act.
55. During the year, the company has made private placement of shares. In respect of the same, the company has complied with the requirement of Section 42 of the Act and the Rules framed thereunder. Further, the amounts so raised have been used for the purposes for which the funds were raised.
56. The company has not entered into any non-cash transactions with directors or persons connected with them under section 192 of the Act.
57. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 .

General

58. No personal expenses have been debited to Statement of Profit and Loss.

59. The management confirms based on the representations received from the directors as on 31 March 2022 and taken on record by the Board of Directors, that none of the directors are disqualified as on 31 March 2022 from being appointed as a director in terms of section 164(2) of the Act.
60. The Company has given no guarantees during the year and there are no outstanding guarantees as on 31 March 2022.
61. The Company has complied with all aspects of contractual agreements that could have a material effect on the financial statements in the event of non-compliance and has no knowledge of any violations or default of the covenants in its agreements.
62. The Company has no plans or intentions that may materially affect the carrying value or classification of assets and liabilities reflected in the financial statements.
63. The Board of Directors of the Company has not acted in violation of restriction imposed under Section 180 of the Act.
64. No contributions to political parties, charitable funds and national defense funds were made in contravention to the provisions of the Act.
65. There are no financial transactions or matters which have any adverse effect on the functioning of the Company.
66. We confirm that on the basis of the financial ratios, ageing & expected dates of realisation of financial assets & payment of financial liabilities and other information accompanying the financial statements, there is no material uncertainty that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
67. There were no Proceedings of Benami Property under Benami Transactions (Prohibition) Act, 1988 initiated or pending against the Company.
68. During the year, there were no transactions that have been surrendered or disclosed as income in tax assessments under the Income Tax Act, 1961.
69. The Company has not been declared willful defaulter by any bank or financial institution or other lender.
70. The Company does not have transactions with companies struck-off from Register of Companies.
71. During the year, there were no dealings in Crypto Currency or Virtual Currency by the Company.
72. No information has come to our attention that would cause us to believe that any of the previous representations provided in connection with your audit of the financial statements should be modified.

73. We acknowledge our responsibility for the preparation of other information. We also acknowledge that your opinion on the financial statements does not cover the other information and you do not and will not express any form of assurance conclusion thereon. The Directors' is under preparation and will be provided to you to read and consider after the date of audit report.

Yours faithfully,

For and on behalf of **EMPE Diagnostics Private Limited**

Pavankumar Asalapuram Ramachandran
Director
