



## **Independent Auditors' Report**

To,  
The Board of Directors  
Mistral Solutions Inc.

We have audited the accompanying financial statements of Mistral Solutions Inc. ('The Company') which comprise the balance sheets as of March 31, 2021 and 2020, and the related statement of operations, changes in member's equity, and cash flows for the years ended March 31, 2021 and 2020 and the related notes to the financial statements.

### **Management's responsibility for the financial statements**

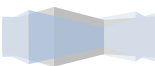
Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditor's responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.






**Sudhir Pai, CPA PLLC**  
Certified Public Accountant

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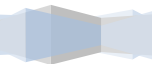
**Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Mistral Solutions Inc. as of March 31, 2021 and 2020, the results of its operations and its cash flows for the years ended March 31, 2021 and 2020 in accordance with accounting principles generally accepted in the United States of America.

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Sudhir Pai, CPA PLLC  
Certified Public Accountants  
Plano, TX, United States  
Date: May 25, 2021



**Mistral Solutions Inc.**

**Financial Statements for the year ended**

**March 31, 2021 and March 31, 2020**

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Mistral Solutions Inc.  
Financial statements for March 31, 2021 and March 31, 2020

## Balance Sheets

*All amounts in US\$*

Particulars	Note	As at March 31, 2021	As at March 31, 2020
<b>Assets</b>			
<b>Current Assets</b>			
Cash and cash equivalents	3	421,308	458,763
Accounts receivables		852,365	758,351
Inventory		520,992	133,285
Other current assets	4	61,281	137,282
<b>Total current assets</b>		<b>1,855,946</b>	<b>1,487,681</b>
<b>Non-current Assets</b>			
Property and equipment (net)	5	2,719	2,118
Security Deposits		4,186	4,186
<b>Total non-current assets</b>		<b>6,905</b>	<b>6,304</b>
<b>Total of assets</b>		<b>1,862,851</b>	<b>1,493,985</b>
<b>Liabilities and Stockholders' equity</b>			
<b>Current liabilities</b>			
Accounts payable		653,569	139,340
Other payables and accruals	6	257,007	617,894
<b>Total current liabilities</b>		<b>910,576</b>	<b>757,234</b>
Non-current liabilities		-	-
<b>Total of liabilities</b>		<b>910,576</b>	<b>757,234</b>
<b>Stockholders' Equity</b>			
Common stock, no par value		643,600	643,600
Retained earnings		308,675	93,151
<b>Total stockholders' equity</b>		<b>952,275</b>	<b>736,751</b>
<b>Total liabilities and stockholders' equity</b>		<b>1,862,851</b>	<b>1,493,985</b>

*The accompanying notes are an integral part of the financial statements*

For Mistral Solutions Inc.



President

Date: May 25, 2021

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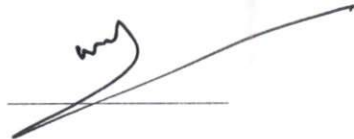
Mistral Solutions Inc.  
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## Statement of Operations

Particulars	Note	<i>All Amounts in US\$</i>	
		For the year ended March 31, 2021	For the year ended March 31, 2020
Operating revenues		3,539,313	2,237,089
Cost of revenues		1,631,013	634,744
<b>Gross Profit</b>		<b>1,908,300</b>	<b>1,602,345</b>
<b>Expenses</b>			
Selling, general and administrative expenses	7	1,640,604	1,881,677
<b>Total expenses</b>		<b>1,640,604</b>	<b>1,881,677</b>
<b>Operating (loss)/profit</b>		<b>267,696</b>	<b>(279,332)</b>
Other income (expense)		6,132	4,903
<b>Income/(loss) before income tax</b>		<b>273,828</b>	<b>(274,429)</b>
Current taxes		(800)	(800)
Deferred taxes		(57,504)	57,630
<b>Net Income/(loss)</b>		<b>215,524</b>	<b>(217,599)</b>

*The accompanying notes are an integral part of the financial statements*

For Mistral Solutions Inc.



President

Date: May 25, 2021

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Mistral Solutions Inc.

Financial statements for March 31, 2021 and March 31, 2020

**Statement of changes in Stockholders' equity**

(Amounts in dollars, except share and per share data)

Particulars	Common shares		Value (\$)	Retained earnings	Total equity
	Authorized	Issued and outstanding			
<b>Balance as on March 31, 2019</b>	<b>1000</b>	<b>1000</b>	<b>643,600</b>	<b>310,750</b>	<b>954,350</b>
Issuance of shares(During the current period)	-	-	-	-	-
Net Income for the year ended March 31, 2020	-	-	-	(217,599)	(217,599)
<b>Balance as on March 31, 2020</b>	<b>1000</b>	<b>1000</b>	<b>643,600</b>	<b>93,151</b>	<b>736,751</b>
Issuance of shares(During the current period)	-	-	-	-	-
Net Income for the year ended March 31, 2021	-	-	-	215,524	215,524
<b>Balance as on March 31, 2021</b>	<b>1000</b>	<b>1000</b>	<b>643,600</b>	<b>308,675</b>	<b>952,275</b>

*The accompanying notes are an integral part of the financial statements*

For Mistral Solutions Inc.



President

Date: May 25, 2021



Mistral Solutions Inc.  
Financial statements for March 31, 2021 and March 31, 2020


## Statement of Cash flows

*All Amounts in US\$*

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Cash flow from operating activities</b>		
Net Income/(Loss)	215,524	(217,599)
<b>Adjustments to reconcile net income/(loss) to net cash generated from operating activities</b>		
- Depreciation and amortization	1,179	1,408
<b>Changes in working capital</b>		
- (Increase)/decrease in account receivables	(94,014)	626,249
- (Increase)/decrease in inventory	(387,707)	15,006
- (Increase)/Decrease in other assets	76,001	3,452
- Increase/(Decrease) in accounts payable	514,229	(346,914)
- (Decrease)/Increase in other liabilities	(360,887)	279,588
<b>Net Cash (used in)/generated from operating activities</b>	<b>(35,675)</b>	<b>361,190</b>
<b>Cash flow from investing activities</b>		
Purchase of property and equipment	(1,780)	(196)
<b>Net Cash (used in) investing activities</b>	<b>(1,780)</b>	<b>(196)</b>
<b>Cash flow from financing activities</b>		
Proceeds from equity	-	-
<b>Net Cash generated from financing activities</b>	<b>-</b>	<b>-</b>
Net (decrease)/ increase in cash and cash equivalents	(37,455)	360,994
Cash and cash equivalents at the beginning of the year	458,763	97,769
Cash and cash equivalents at the end of the year	421,308	458,763

*The accompanying notes are an integral part of the financial statements*

**For Mistral Solutions Inc.**

  
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President  
Date: May 25, 2021

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Mistral Solutions Inc.  
Financial statements for March 31, 2021 and March 31, 2020

## Notes to the financial statements for the year ended March 31, 2021 and March 31, 2020

### 1. Corporate information

Mistral Solutions, Inc. (the "Company") was formed on June 21, 2001 and is a wholly owned subsidiary of Mistral Solutions Private Limited (the "Parent"), an Indian Company. Common stock of the company totalling 1,000 shares was sold for a total cash contribution of \$643,600 00 (\$ 147,500 received during the year ended March 31, 2004, \$311,000 received during the year ended March 31, 2003 and \$185,100 received during the year ended March 31, 2002).

The Company is primarily engaged in rendering end-to-end services for product design and development in the embedded space. Mistral offers design and development services covering hardware and software, customizable product designs and IPs, system integration and other solutions that improve quality and accelerate time-to-market for a broad range of embedded systems.

### 2. Significant Accounting Policies

Significant accounting policies applied in the preparation of the Financial Statements are as follows:

#### *a) Basis of preparation of financial statements*

The financial statements are prepared on a going concern basis under the historical cost convention and on the accrual basis of accounting which assumes the realization of assets and satisfaction of liabilities in the normal course of business to reflect the financial position, results of operations and cash flows.

#### *b) Use of estimates*

In preparing the financial statements in conformity with US GAAP, the management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although, these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates. The management's estimates for the useful life of property and equipment and allowance for uncollectible accounts, represent certain of these particularly sensitive estimates to the financial statements.

#### *c) Cash and cash equivalents*

Cash and cash equivalents comprise cash at bank that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

#### *d) Accounts Receivable*

Accounts receivable, for which the management has the intent and ability to hold for the foreseeable future, or until maturity or payoff, are reported in the Balance Sheet at outstanding

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Mistral Solutions Inc.

Financial statements for March 31, 2021 and March 31, 2020

amount less any charge-offs and the allowance for doubtful accounts. The Company charges-off uncollectible receivables when the likelihood of collection is remote. Credit is extended based on prior experience with the customer and evaluation of customer's financial condition.

The Company maintains an allowance for doubtful accounts based on management's expectations of future losses, which is determined based on historical experience and current economic environment. Losses have historically been within management's expectations. Accounts receivable are charged to bad debt expense when they are deemed uncollectible based upon management's periodic review of the accounts. During the year ended March 31, 2021 and March 31, 2020, the Company has written off \$ 1,178 and \$ Nil respectively as bad debts.

*e) Property and equipment*

Property and equipment is stated at historical cost less accumulated depreciation. Depreciation is calculated under the straight-line method over estimated economic useful life of the assets.

Estimated economic useful lives of assets for the purpose of depreciation have been determined by the management as follows:

Asset	Useful life(In years)
Office furniture and equipment	5

*f) Revenue recognition*

Revenue is recognized when product is delivered and the provision of services mainly time-and-material contracts are performed and there are either no unfulfilled obligations on the Company or any obligations are inconsequential or perfunctory and will not affect the customer's final acceptance of the services, including the satisfaction of the following criteria: (i) persuasive evidence of an arrangement exists; (ii) delivery has occurred; (iii) the fee is fixed and determinable; and (iv) collectability is reasonably assured. The Company monitors actual performance against contract standards and provides for credits against billings as reductions to revenues. There are no distinct performance obligations and the contracts from products and time-and-material services are separate. The Company has adopted ASC 606 from April 1, 2020 using modified using the modified retrospective method. The Company has identified and implemented appropriate minor changes to the business policies, processes, and controls to support the adoption, recognition and disclosures under the new standard.

*g) Employee Benefits*

**Defined benefit plan**

The company does not have any defined benefit plan for its employees.

*h) Income Taxes*

The current charge for income taxes is calculated in accordance with the relevant tax regulations applicable to the Company. Deferred taxes are accounted with ASC 740 'Income Taxes'.

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Mistral Solutions Inc.

Financial statements for March 31, 2021 and March 31, 2020

*i) Provisions*

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be estimated reliably. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed.

*j) Concentration risk*

Financial instruments that potentially subject the Company to significant credit risk consists primarily of cash and cash equivalents and account receivable. The cash and cash equivalent comprise of only balances with the bank account and the Company does not invest with any company/institution. As at March 31, 2021 and 2020 the balances in excess of the Federal Deposit Insurance Corporation (FDIC) limits was NIL respectively for bank balances. The Company provides credit to customers in the normal course of business. Credit risk is affected by conditions or occurrences within the economy and the information technology industry. Collateral is not required for accounts receivable, but ongoing credit evaluations of customers' financial condition are performed. Further there are four customers which covers upto 85% of the total revenue of the Company for YE 2021

*k) Contingencies*

The Company evaluates contingencies as per its assessments of probable, reasonably possible and remote, as per ASC 450 "Contingencies".

**3. Cash and cash equivalent**

Cash and cash equivalent comprises of:

Balances with bank	As at March 31, 2021 (In US\$)	As at March 31, 2020 (In US\$)
In current account	421,308	458,763

**4. Other current Asset**

Other current asset comprises of:

Particulars	As at March 31, 2021 (In US\$)	As at March 31, 2020 (In US\$)
Prepaid expenses	2,168	7,748
Prepaid taxes	-	22,685
Deferred Taxes	37,431	94,935
Advances-Employees	21,682	11,914
<b>Total</b>	<b>61,281</b>	<b>137,282</b>



Mistral Solutions Inc.

Financial statements for March 31, 2021 and March 31, 2020

**5. Property and equipment**

Particulars	Office furniture and equipment (In US\$)
Gross Block as at March 31, 2019	33,922
- Additions during the previous year	196
Gross Block as at March 31, 2020	34,118
- Depreciation for the previous year	1,408
Accumulated Depreciation as at March 31, 2020	32,000
<b>Net Block as on March 31, 2020</b>	<b>2,118</b>
Gross Block as at March 31, 2021	35,898
- Additions during the current year	1,780
- Depreciation for the current year	1,179
Accumulated Depreciation as at March 31, 2021	33,180
<b>Net Block as on March 31, 2021</b>	<b>2,718</b>

**6. Other payables and accruals**

Particulars	As at March 31, 2021 (In US\$)	As at March 31, 2020 (In US\$)
Accrued expense	249,943	215,360
Payroll taxes payable	191	169
Advance from customer	6,192	402,365
Others	681	-
<b>Total</b>	<b>257,007</b>	<b>617,894</b>

**7. Selling, general and administrative expenses**

Particulars	As at March 31, 2021 (In US\$)	As at March 31, 2020 (In US\$)
Employee Compensation	1,422,571	1,624,666
Support fees	60,000	60,000
Other expenses	158,033	197,011
<b>Total</b>	<b>1,640,604</b>	<b>1,881,677</b>


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Mistral Solutions Inc.  
Financial statements for March 31, 2021 and March 31, 2020

## 8. Related party transactions

Name of the related party and their relationships:

Holding Company	Mistral Solutions Private Limited
Fellow Subsidiary	Mistral Technologies Private Limited

### Details of Transactions:

Name of the party	Nature of Transaction	March 31, 2021 (In US\$)	March 31, 2020 (In US\$)
Mistral Solutions Private Limited	Sales	644,680	472,271
	Purchases	178,168	46,732
	Support Fees	60,000	60,000

### Details of Closing Balances:

Name of the party	Nature of Transaction	March 31, 2021 (In US\$)	March 31, 2020 (In US\$)
Mistral Solutions Private Limited	Accounts Receivable	508,110	291,490
	Accounts Payable	15,269	2,406

## 9. Covid-19


On January 30, 2020, the World Health Organization (“WHO”) announced a global health emergency because of a new strain of coronavirus originating in Wuhan, China (the “COVID-19 outbreak”) and the risks to the international community as the virus spreads globally beyond its point of origin. In March 2020, the WHO classified the COVID-19 outbreak as a pandemic, based on the rapid increase in exposure globally.

The full impact of the COVID-19 outbreak continues to evolve as of the date of this report. As such, it is uncertain as to the full magnitude that the pandemic will have on the Company’s financial condition, liquidity, and future results of operations. Management is actively monitoring the global situation on its financial condition, liquidity, operations, suppliers, industry, and workforce. Given the daily evolution of the COVID-19 outbreak and the global responses to curb its spread, the Company is not able to estimate the effects of the COVID-19 outbreak on its results of operations, financial condition, or liquidity for fiscal year 2021. However the assets shown as at March 31, 2021 are fully recoverable.

## 10. Subsequent events

The Company has evaluated subsequent events through the date of the financial statements till the date financial statements were made available for issuance through May 24, 2021. The Company is not aware of any subsequent events that would require recognition or disclosure in the financial statements.

For Mistral Solutions Inc.

  
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President  
Date: May 25, 2021

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