

8K Miles Software Services Inc

Consolidated Financial Statements
March 31, 2019

8K Miles Software Services Inc

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Independent Auditor's Report

To the Board of Directors and Stockholders of
8K Miles Software Services Inc.

We have audited the accompanying consolidated balance sheet of 8K Miles Software Services Inc., and its subsidiary which comprise the consolidated balance sheet as of March 31, 2019 and the related consolidated statement of income, retained earnings, and cash flows for the year then ended, and the related notes to financial statements.

Management Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated 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 consolidated financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated financial statements in order to design the 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 consolidated financial statements.

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

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of 8K Miles Software Services Inc. and its subsidiary as of March 31, 2019 and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP")

R. Venkataraman
Ravi Venkataraman CPA LLC
Princeton, NJ
May 31, 2019

8K Miles Software Services Inc and Subsidiary Companies
Consolidated Statement of Financial Position
March 31 2019 and 2018

(in US Dollars)

	<u>Notes</u>	<u>2019</u>	<u>2018</u>
Assets			
Current Assets			
Cash and Cash equivalents	C	\$ 954,220	\$ 1,449,316
Notes and Accounts Receivable - Trade		16,517,274	15,563,203
Prepayments and other current assets	D	13,689,579	9,694,098
Due from related parties	H	158,807	11,213,646
Total Current assets		31,319,879	37,920,264
Property, plant and equipment - Net	E	1,075,885	1,625,796
Intangible assets - Net	F	70,509,053	41,015,037
Goodwill	F	3,536,664	3,536,664
In-Process		-	3,278,320
Total Assets		106,441,481	87,376,080
 Liabilities and Stockholders' equity			
Current liabilities			
Trade payables		7,356,943	5,311,098
Other accrued expenses and payable	G	2,580,422	5,257,109
Line of Credit		5,000,000	2,065,061
Due to related party	H	21,356,936	10,205,166
Total Current liabilities		36,294,300	22,838,434
Long-term debt		-	-
Loan from Parent Company	H	-	3,825,000
Total liabilities		36,294,300	26,663,434
Contingencies and commitments		-	-
 Equity			
Preferrred stock, par value \$0.001; 10,000,000 authorized			
Common stock, par value \$0.001; 290,000,000 authorized			
32,181,128 shares issued and outstanding		32,181	31,200
Share premium/additional paid-in capital		34,285,668	30,361,649
Retained earnings		35,829,332	30,319,797
Total stockholders' equity		70,147,181	60,712,646
Total liabilities and stockholders' equity		\$ 106,441,481	\$ 87,376,080

Amounts may not add due to rounding.
The accompanying notes form an integral part of the financial statements.

8K Miles Software Services Inc and Subsidiary Companies
Consolidated financial earnings
March 31 2019 and 2018

(in US Dollars)

	<u>Notes</u>	<u>2019</u>	<u>2018</u>
Revenue			
Sales and Services	\$	73,752,187	\$ 73,998,983
Other Income		1,713,643	82,923
		<u>75,465,830</u>	<u>74,081,906</u>
Total Income			
Cost			
Sales and Services		47,152,579	40,869,733
		<u>47,152,579</u>	<u>40,869,733</u>
Total Cost			
Gross Profit			
		<u>28,313,251</u>	<u>33,212,174</u>
Expenses			
Selling, General and administrative	I	11,226,120	10,552,941
Depreciation	E	599,090	586,108
Amortization	F	9,363,677	3,321,123
Finance charges		545,342	616,125
		<u>21,734,228</u>	<u>15,076,296</u>
Total expenses			
		<u>6,579,023</u>	<u>18,135,877</u>
Income from operations before income tax			
		<u>6,579,023</u>	<u>18,135,877</u>
Provision for income taxes	J	1,069,488	5,237,220
		<u>5,509,535</u>	<u>12,898,657</u>
Income from continuing operations			
Loss from discontinued operations		-	-
		<u>5,509,535</u>	<u>12,898,657</u>
Net Income			
		<u>\$ 5,509,535</u>	<u>\$ 12,898,657</u>

8K Miles Software Services Inc and Subsidiary Companies
Consolidated statement of cash flows
March 31 2019 and 2018

(in US Dollars)

	<u>2019</u>	<u>2018</u>
Cash flows from operating activities		
Net income	\$ 5,509,535	\$ 12,898,657
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation	599,090	586,108
Amortization	9,363,677	3,321,123
Operating profit before changes in assets and liabilities	<u>15,472,302</u>	<u>16,805,888</u>
Changes in operating assets and liabilities		
Notes and Accounts Receivable - Trade	(954,072)	(2,851,583)
Prepayments and Other assets	(4,295,481)	294,057
Advances towards proposed acquisition	300,000	(3,550,000)
Due from related parties	11,054,839	(11,209,407)
Accounts payable and other accrued expenses payable	(786,504)	6,744,541
Advances received from customers	155,664	964,636
Due to related parties	11,151,770	9,928,937
Total adjustments	<u>16,626,217</u>	<u>321,180</u>
Net cash provided by operating activities	<u>32,098,519</u>	<u>17,127,068</u>
Cash flows from investing activities		
Property, plant and equipment	(49,179)	(179,806)
Tools, platform and frame works and acquired intangibles	(38,857,694)	(30,069,333)
Goodwill due to acquisition	-	(1,336,177)
Software/tools/platforms - development (in process)	3,278,320	(2,195,914)
Net cash used in investing activities	<u>(35,628,553)</u>	<u>(33,781,229)</u>
Cash flows from financing activities		
Line of credit	2,934,939	2,065,061
Long-term Liabilities	(3,825,000)	3,825,000
Increase in common stock & additional paid-in capital	3,925,000	1,800,000
Net cash provided by financing activities	<u>3,034,939</u>	<u>7,690,061</u>
Net change in cash and cash equivalents	(495,096)	(8,964,099)
Cash and cash equivalents at the beginning of the year	1,449,316	10,413,416
Cash and cash equivalents at the end of the year	<u>\$ 954,220</u>	<u>\$ 1,449,316</u>

Amounts may not add due to rounding
The accompanying notes form an integral part of the financial statements

8K Miles Software Services Inc and Subsidiary Companies
Consolidated statement of changes in Equity
March 31 2019 and 2018

(in US Dollars)

Particulars	Common stock and additional Paid-in-Capital	Share premium (additional capital)	Retained Earnings	Total Stockholders' Equity
2018				
As at April 1, 2017	\$ 30,750	\$ 28,562,099	\$ 17,421,140	\$ 46,013,989
Common stock issued during the year	450	-	-	450
Additional paid-in capital	-	1,799,550	-	1,799,550
Net income	-	-	12,898,657	12,898,657
Equity, March 31, 2018	<u>31,200</u>	<u>30,361,649</u>	<u>30,319,797</u>	<u>60,712,646</u>
2019				
As at April 1, 2018	31,200	30,361,649	30,319,797	60,712,646
Common stock issued during the year	981	-	-	981
Additional paid-in capital	-	3,924,019	-	3,924,019
Net income	-	-	5,509,535	5,509,535
Equity, March 31, 2019	<u>\$ 32,181</u>	<u>\$ 34,285,668</u>	<u>\$ 35,829,332</u>	<u>\$ 70,147,181</u>

8K Miles Software Services Inc. and Subsidiaries
Notes to Consolidated Financial Statements
For the year ended March 31, 2019

NOTE A – ORGANIZATION & DESCRIPTION OF BUSINESS

8K Miles Software Services Inc. (“the Company”) was incorporated under the laws of the State of Nevada on February 17, 2011 and is 64.42% as on 31st March 2019 (63.38% as on 31st March 2018) subsidiary of 8K Miles Software Services Limited (“8K Miles”). 8K Miles is a Company organized under the laws of the Republic of India.

The Company is a thought leader in advising companies operating in highly regulated industries in drafting cloud transformation strategy and subsequently, implementing it in a secure, agile and scalable environment. The Company enables this implementation through a series of patented products that have been packaged into a fully integrated platform to provide additional value-added services like managed services, big data and analytics, identity management, validation and other regulatory checks on SaaS basis. The company’s cloud solutions help companies integrate cloud computing into IT and Business strategies.

NexAge Technologies USA Inc.

NexAge Technologies USA Inc. (“the Subsidiary”) which is a 100% subsidiary of 8K Miles Software Services Inc. and was incorporated in the State of New Jersey was acquired on September 4, 2015. The Subsidiary specializes in Regulatory Compliance and proprietary IT solutions for US Life Sciences Industry. The Subsidiary’s 15 years track record in the areas of Computer Systems Validation, Quality Review, Vendor Audits, Data Analysis and Migration, Analytics, Change Management, and Governance has earned it expertise, unique insights, wide collaborative partner networks, and industry-wide respect.

Cornerstone Advisory Services LLC

Cornerstone Advisory Services LLC (“the Subsidiary”) a Limited Liability Corporation acquired effective 1st May 2017 as 100% subsidiary of 8K Miles Software Services Inc. Cornerstone Advisory Services specializes in Advisory, Implementation & Resourcing services to clients in healthcare sector with extensive, real-world experience to understand and appreciate every client’s unique challenges & effectively partner to drive change.

NOTE – B - ACCOUNTING POLICIES

Accounting Principles

The consolidated financial statements and accompanying notes are prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”)

8K Miles Software Services Inc. and Subsidiaries
Notes to Consolidated Financial Statements
For the year ended March 31, 2019

Principles of Consolidation

The consolidated financial statements include the financial statements of 8K Miles Software Services Inc. and its subsidiaries. All significant Intercompany transactions and balances have been eliminated. Previous year's numbers are regrouped wherever necessary.

Estimates and Assumptions

Preparing financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, and expenses. Examples of estimates include: loss contingencies; product warranties; the fair value of and/or potential impairment of goodwill and intangible assets for our reporting units; product life cycles; useful lives of our tangible and intangible assets; allowances for doubtful accounts; allowances for product returns; the market value of, and demand for, our inventory; and stock-based compensation forfeiture rates. Examples of assumptions include: the elements comprising a software arrangement, including the distinction between upgrades or enhancements and new products; when technological feasibility is achieved for our products; the potential outcome of future tax consequences of events that have been recognized on our consolidated financial statements or tax returns; and determining when investment impairments are other-than-temporary. Actual results and outcomes may differ from management's estimates and assumptions.

Revenue recognition

The Company recognizes revenue in accordance with the Accounting Standard Codification 605 "Revenue Recognition." Revenue is recognized when persuasive evidence of an arrangement exists delivery occurred, when all of the following criteria are met: (1) persuasive evident of an arrangement exists, (2) delivery has occurred or services have been rendered, (3) the seller's price to buyer is fixed and determinable, and (4) collectability is reasonably assured.

The Company recognizes revenue from information technology services as the services are provided. Service revenues are recognized based on contracted hourly rates, as services are rendered or upon completion of specified contracted services and acceptances by the customer. Deferred revenue results from customer prepayment of services and maintenance contracts. Occasionally managed services are pre-billed quarterly and income is recognized as services are performed.

8K Miles Software Services Inc. and Subsidiaries
Notes to Consolidated Financial Statements
For the year ended March 31, 2019

Services

The company's primary services offerings include information technology (IT), application management services, consulting and systems integration, technology infrastructure, hosting and the design and development of complex IT systems to a client's specifications (design and build). These services are provided on a time-and-material basis, as a fixed-price contract or as a fixed-price per measure of output contract and the contract terms range from less than one year to over 3 years.

Revenue from application management services, technology infrastructure and system maintenance and hosting contracts is recognized on a straight-line basis over the terms of the contracts. Revenue from time-and-material contracts is recognized as labor hours are delivered and direct expenses are incurred.

Revenue from fixed-price design and build contracts is recognized under the percentage-of-completion (POC) method. Under the POC method, revenue is recognized based on the labor costs incurred to date as a percentage of the total estimated labor costs to fulfill the contract. If circumstances arise that change the original estimates of revenue, costs, or extent of progress toward completion, revision to the estimates are made. These revisions may result in increase or decrease in estimated revenues or costs and such revisions are reflected in income in the period in which the circumstances that gave rise to the revision become known by the company.

The Company performs ongoing profitability analyses of its services contracts accounted for under the POC method in order to determine whether the latest estimates of revenues, costs and profits require updating. For non-POC method services contracts, any losses are recorded as incurred.

Billings usually occur in the month after the company performs the services or in accordance with the specific contractual provisions.

Cost of Revenue

Recurring operating costs for services contracts, including costs related to bid and proposal activities, are recognized as incurred. For fixed-price design and built contracts, the costs for external hardware and software accounted for under POC method are deferred and recognized based on the labor costs incurred to date, as a percentage of the total estimated labor costs to fulfill the contract. Certain eligible, non-recurring costs incurred in the initial phases of outsourcing contracts are deferred and subsequently amortized. These costs consist of transition and set up costs related to the installation of systems and processes and are amortized on a straight-line basis over the expected period of benefit, not to exceed the term of the contract.

8K Miles Software Services Inc. and Subsidiaries
Notes to Consolidated Financial Statements
For the year ended March 31, 2019

Selling, General and Administrative

Selling, general and administrative (SG&A) expense is charged to income as incurred. Expenses of promoting and selling products and services are classified as selling expense and include such items as compensation, advertising, sales commissions and travel. General and administrative expense includes such items as compensation, legal costs, office supplies, non-income taxes, insurance and office rental. In addition, general and administrative expense includes other operating items such as allowance for credit losses; workforce rebalancing charges for contractually obligated payments to employees terminated in the ongoing course of business,

acquisition costs related to business combinations, amortization of certain intangible assets and environmental remediation costs.

Research and Development

Research and development expenses include payroll, employee benefits and other headcount-related expenses associated with product development. Research and development expenses also include third-party development and programming costs, localization costs incurred to translate software for international market. Such costs related to software development are included in research and development expense until the point that technological feasibility is reached, which for our tools, plat forms and frame works, is generally shortly before the products are released to production. Once technological feasibility is reached, such costs are capitalized and amortized over the estimated lives of the products.

Sales and Marketing

Sales and marketing expenses include payroll, employee benefits, and other headcount-related expenses associated with sales and marketing personnel, and the costs of advertising, promotions, trade shows, seminars, and other programs. Advertising costs are expensed as incurred.

Depreciation and Amortization

Property, plant and equipment are carried at cost and depreciated over their estimated useful lives using the straight-line method. The estimated useful lives of all depreciable assets are 5 years as estimated by the management.

Capitalized software costs incurred or acquired after technological feasibility has been established are amortized over period ranging from 5 to 15 years till 31st March 2018 and effective 1st April 2018, the management has revised to 5 years. Capitalized costs for internal use software are amortized over a period of 5 years effective 1st April 2018.

8K Miles Software Services Inc. and Subsidiaries
Notes to Consolidated Financial Statements
For the year ended March 31, 2019

Cash and cash equivalents

The Company considers all highly liquid investments (including money market funds) with an original maturity at acquisition of three months or less to be cash equivalents. The Company maintains cash balances, which may exceed federally insured limits. The Company does not believe that this results in any significant credit risk.

Notes and Accounts Receivable – Trade

The Company extends credit to clients based upon management’s assessment of their credit-worthiness on an unsecured basis. The Company provides an allowance for uncollectible accounts based on historical experience and management evaluation of trend analysis. The Company includes any balances that are determined to be uncollectible in its allowances for doubtful accounts. As of March 31, 2018, there were no allowances for uncollectible accounts. Based on the information available, management believes the Company’s accounts receivable, net of allowances for doubtful accounts, are collectible.

Related Party transactions

All the related party transactions that were entered during the financial year were in the ordinary course of business of the company and were on arm length basis. There were no materially significant related party transactions entered by the company during the year with the promoters, directors, key managerial personnel or other persons, which may have a potential conflict with the interest of the company.

The following are the related parties:

Name	Relationship
8K Miles Software Services Limited, India	Parent Company
Mentor Minds Solutions & Services Inc. USA	Associate Company
8K Miles Software Services FZE. UAE	Associate Company
NexAge Technologies USA Inc. USA	Subsidiary Company
Cornerstone Advisors Group, LLC. USA	Subsidiary Company
8K Miles Health Cloud Inc. USA	Associate Company
Serj Solutions Inc. USA	Associate Company
Mr Suresh Venkatachari, CEO	Key Management Personnel

8K Miles Software Services Inc. and Subsidiaries
Notes to Consolidated Financial Statements
For the year ended March 31, 2019

Related party transactions including purchases, services, fund and non-fund-based agreements are dis-closed separately (Refer Note H)

Property and Equipment

Property and equipment are stated at cost less accumulated depreciation and the Company provides for depreciation of property and equipment using the straight-line method over the estimated useful lives of the related assets is 5 years. Leasehold improvements are amortized using the straight-line method over a shorter of the lease terms or the useful lives of the improvements. The Company charges repairs and maintenance cost that do not extend the lives of the assets to expenses as incurred.

Business Combinations and Intangible Assets Including Goodwill

The company accounts for business combinations using the acquisition method and accordingly, the identifiable assets acquired, the liabilities assumed, and any non-controlling interest in the acquire-e are recorded at their acquisition date fair values. Goodwill represents the excess of the purchase price over the fair value of net assets, including the amount assigned to identifiable intangible assets. The primary drivers that generate goodwill are the value of synergies between the acquired entities and the company and the acquired assembled workforce, neither of which qualifies as a separately identifiable intangible asset. Goodwill recorded in an acquisition is assigned to applicable reporting units based on expected revenues. Identifiable intangible assets with finite lives are amortized over their useful lives. Amortization of completed technology is

recorded in Cost, and amortization of all other intangible assets is recorded in SG & A expense. Acquisition related costs, including advisory, legal accounting valuation and other costs are expensed in the period in which the costs are incurred. Goodwill is neither amortizable nor deductible for tax purposes. The results of operations of acquired businesses are included in the Consolidated Financial Statements from the acquisition date.

Intangible Assets

All of our intangible assets are subject to amortization and are amortized using the straight-line method over their estimated period of benefit, ranging from 6 to 15 years. We evaluate the recoverability of intangible assets periodically by taking into account events or circumstances that may warrant revised estimates of useful lives or that indicates the asset may be impaired. Accordingly, the management decided to amortize over a period of 5 years effective 1st April 2018.

8K Miles Software Services Inc. and Subsidiaries
Notes to Consolidated Financial Statements
For the year ended March 31, 2019

Goodwill

In accordance with FASB Accounting Standards Codification ("ASC") 350, the Company performs a goodwill impairment analysis, using the two-step method, on an annual basis and whenever events or changes in circumstances indicate that the carrying value may not be recoverable. The recoverability of goodwill is measured at the reporting unit level, by comparing the reporting unit's carrying amount, including goodwill, to the fair market value of the reporting unit. It consistently determines the fair market value of its reporting units based on a weighting

of both the present value of future projected cash flows (the "income approach") and the use of comparative market multiples (the "market approach"). The market approach compares each of the Company's reporting units to other comparable companies based on valuation multiples to arrive at a fair value. The income approach is based on assumptions that are consistent with the Company's estimates of future cash flows. Factors requiring significant judgment include assumptions related to future growth rates, discount factors, and tax rates, among other considerations. Changes in economic or operating conditions that occur after the annual impairment analysis and that impact these assumptions, may result in a future goodwill impairment charge.

Income taxes

Income taxes have been provided for using assets and liability approach in which deferred tax assets and liabilities are recognized for the differences between the financial statement and tax basis of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. A valuation allowance is provided for the portion of deferred tax assets when, based on available, it is not "more-likely-than-not" that a portion of the deferred tax assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rate and laws.

The Company's effective tax was estimated to be 15.94% for the year ended March 31, 2019. The future effective income tax rate depends on various factors, such as the Company's income (loss) before taxes, tax legislation and the geographic composition of pre-tax income.

The Company files income tax returns in the U.S. federal jurisdiction, and various State jurisdictions. The Company is generally subject to U.S. Federal, State and local examinations by tax authorities from the three years before 2014.

8K Miles Software Services Inc. and Subsidiaries
Notes to Consolidated Financial Statements
For the year ended March 31, 2019

Fair value of Financial Instruments

FASB ASC 820, *Fair Value Measurement and Disclosures* defines fair value and establishes a hierarchy for reporting the reliability of input measurements used to assess fair value for all assets and liabilities. FASB ASC 820 defines fair value as the selling price that would be received for an asset, or paid to transfer a liability, in the principal or most advantageous market on the measurement date. That framework provides a hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurements). The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. Certain financial instruments are carried at cost on the balance sheet, which approximates fair value due to their short-term, highly liquid nature. These instruments include cash, accounts receivable, account payable and accrued expenses and other liabilities.

Lease Commitments

The Company has entered into an office leases as follows:

Pleasanton, California

Office at # 4309 Hacienda Drive, Pleasanton, California - Lease commenced from 16th May 2017 with a term of 38.50 months lease commitment. The future minimum rental payments under the lease agreement is given below.

East Brunswick, New Jersey

Office at # 2 Tower Centre, East Brunswick, New Jersey - Lease commenced from 1st December 2015 with a term of 94 months lease commitment. The future minimum rental payments under the lease agreement is given below.

	Pleasanton	New Jersey	Total
For the year ended March 31, 2020	\$ 205,776	\$ 193,833	\$ 399,609
2021	70,101	197,423	267,524
2022	--	201,012	201,012
2023	--	201,012	201,012
2024	--	100,506	100,506
Total	\$ 275,877	\$ 893,786	\$ 1,169,663

8K Miles Software Services Inc. and Subsidiaries
Notes to Consolidated Financial Statements
For the year ended March 31, 2019

Limitations and contingencies

The Company does not have any knowledge of any involvement in legal proceedings, either of which the Company has initiated or has been brought against it. The Company's liabilities have been reported on the balance sheet and have no knowledge of any further liabilities or contingencies.

Subsequent Events

For the year ended March 31, 2018, the Company has evaluated subsequent events through May 31, 2019, the date, which the financial statements were available to be issued. No reportable subsequent events have occurred through May 31, 2019, which would have a significant effect on the financial statements as of March 31, 2018 except as otherwise disclosed.

8K Miles Software Services Inc and Subsidiary Companies
Notes to Consolidated Financial Statements
March 31 2019 and 2018

(in US Dollars)

NOTE C

	<u>2019</u>	<u>2018</u>
Cash and Cash equivalents		
Cash in hand	\$ 3,042	\$ 3,042
Bank Balances	951,178	1,446,274
Total	\$ 954,220	\$ 1,449,316

NOTE D

	<u>2019</u>	<u>2018</u>
Prepaid expenses and other current assets		
Staff advances	\$ 25,865	\$ 49,985
Prepayments	4,514	13,950
Deposits	50,024	50,024
Un Billed Revenue	2,459,444	2,077,800
Advance for acquisition*	6,500,000	6,800,000
Advance tax	3,877,900	-
Others	771,832	702,339
Total	\$ 13,689,579	\$ 9,694,098

* These are advances paid towards potential acquisition target identified by the Management.

NOTE E

Property, plant and equipment

The following table details the company's Property, plant and equipment balances by major class

Particulars	Period of years	Balance as at April 1, 2018	Additions/ (adjustments)	Balance as at March 31, 2019	Accumulated Depreciation upto March 31, 2018	Depreciated for the year	Accumulated Depreciation upto March 31, 2019	Net carrying amount March 31, 2019
Furniture, fixtures and improvements	5	\$ 1,925,034	\$ 49,179	\$ 1,974,213	\$ 750,835	\$ 411,950	\$ 1,162,785	\$ 811,427
Computer and accessories	5	591,160	-	591,160	344,700	118,316	463,015	128,145
Office equipment	5	344,120	-	344,120	138,984	68,824	207,808	136,312
Total		\$ 2,860,314	\$ 49,179	\$ 2,909,493	\$ 1,234,519	\$ 599,090	\$ 1,833,608	\$ 1,075,885

NOTE F

Intangible assets including Goodwill

Intangible Assets

The following table details the company's intangible asset balances by major asset class

Particulars	Period of years	Balance as at April 1, 2018	Additions/ (adjustments)	Balance as at March 31, 2019	Accumulated amortization upto March 31, 2018	Amortized for the year	Accumulated Amortization upto March 31, 2019	Net carrying amount March 31, 2019
Capitalized software	5	\$ 29,473,576	\$ 38,857,694	\$ 68,331,270	\$ 3,673,084	\$ 6,812,235	\$ 10,485,318	\$ 57,845,950
Patents/trademarks	5	701,579	-	701,579	328,433	74,629	403,062	298,517
Intangibles due to Acquisitions	5	17,911,591	-	17,911,591	3,070,192	2,476,813	5,547,005	12,364,586
Total		\$ 48,086,746	\$ 38,857,694	\$ 86,944,440	\$ 7,071,709	\$ 9,363,677	\$ 16,435,386	\$ 70,509,053

Goodwill

Goodwill arose due to acquisition of businesses and are neither amortizable nor deductible for tax purposes are as follows:

Particulars	
Balance at April 1, 2018	\$ 3,536,664
Additions during the year	-
Balance at March 31, 2019	\$ 3,536,664

8K Miles Software Services Inc and Subsidiary Companies
Notes to Consolidated Financial Statements
March 31 2019 and 2018

NOTE G

(in US Dollars)

	<u>2019</u>	<u>2018</u>
Other accrued expenses and payable		
Accrued expense payable	\$ 195,643	\$ 1,459,768
Salary payable	1,557,807	973,972
Audit Fee payable	18,000	79,850
Taxes payable	-	1,778,883
Advance from Customers	808,972	964,636
Total	\$ 2,580,422	\$ 5,257,109

NOTE H

Related party transactions

Parent Company

Transactions with

	<u>2019</u>	<u>2018</u>
Nature		
8K Miles Software Services Limited, India	Inter Company Revenue \$ 3,038,412	\$ 1,705,961
8K Miles Software Services Limited, India	Intangibles transferred -	707,691
8K Miles Software Services Limited, India	Interest Expenses 329,973	375,710
8K Miles Software Services Limited, India	Loans taken -	3,825,000
8K Miles Software Services Limited, India	Investment received -	800,000

Due from / (To)

	<u>2019</u>	<u>2018</u>
Nature		
8K Miles Software Services Limited, India	Loan payable \$ -	\$ (3,825,000)
8K Miles Software Services Limited, India	Trade payable (4,773,656)	(4,137,126)
Total	\$ (4,773,656)	\$ (7,962,126)

Key Management Personnel

Transactions with

Mr. Suresh Venkatachari, CEO

Due from / (To)

Mr. Suresh Venkatachari, CEO

Nature

Remuneration	\$ 240,000	\$ 240,000
Advances/Loans	\$ (85,000)	\$ (85,000)

Affiliated Companies

Transactions with

	<u>2019</u>	<u>2018</u>
Nature		
8K Miles Health Cloud Inc.	Revenue -	4,858,322
8K Miles Health Cloud Inc.	Expenses 586,109	600,533
Serj Solutions Inc.	Revenue -	107,739
8K Miles Media Group Inc.	Interest Income 1,464,642	-
8K Miles Media Group Inc.	Loans and Advances 2,128,619	14,176,480

Due from affiliated companies

Serj Solutions Inc.	158,806.86	641,077
8K Miles Media Group Inc.	-	6,719,319
8K Miles Health Cloud Inc.	1,185,111	3,853,250
Total	\$ 1,343,918	\$ 11,213,646

Due (to) affiliated companies

Mentor Minds Solutions & Services Inc.	(5,983,040)	(5,983,040)
8K Miles Health Cloud Inc.	(10,515,240)	-
Serj Solutions Inc.	-	-
Total	\$ (16,498,280)	\$ (5,983,040)

NOTE I

Selling, General and Administrative expense

	<u>2019</u>	<u>2018</u>
Rent, Rates and other operational	\$ 590,886	\$ 555,951
Sales, marketing	3,177,129	2,793,345
Cloud hosting, communication	974,671	740,014
Research and Development expenses	1,084,035	887,859
Traveling, logistics	1,111,583	1,122,277
Business promotion and related	1,022,247	703,337
Professional, consultancy	1,070,445	968,346
Professional consultancy - Mergers & Acquisitions	-	508,890
Audit fee	25,586	90,000
Other expense	2,169,540	2,182,922
Total	\$ 11,226,120	\$ 10,552,941

8K Miles Software Services Inc and Subsidiary Companies
Notes to Consolidated Financial Statements
March 31 2019 and 2018

(in US Dollars)

NOTE J

	<u>2019</u>	<u>2018</u>
Other accrued expenses and payable		
Current Tax:		
In respect of the current year	\$ 1,069,488	\$ 5,237,220
Adjustments in respect of prior years	-	-
	1,069,488	5,237,220
Deferred Tax		
In respect of the current year	-	-
Total income tax expense recognised in statement of profit and loss	\$ 1,069,488	\$ 5,237,220

	<u>2019</u>	<u>2018</u>
Reconciliation of Income Tax		
Profit Before Tax	6,579,023	18,135,877
Enacted income tax rate	21.00%	28.00%
Computed expected tax expense	\$ 1,381,595	\$ 5,078,046
Adjustments:		
Income exempted	-	-
Effect of Deferred tax reversal during tax holiday period	-	-
Others	(339,681)	159,174
Total Income tax expense recognised in the statement of earnings	\$ 1,041,914	\$ 5,237,220

	Effective Tax Rate	15.84%	28.88%
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	<u>2019</u>	<u>2018</u>
Income tax liabilities		
Income tax provision for the year	\$ 1,069,488	\$ 5,237,220
Prior year taxes payable	1,778,883	1,572,921
Less: Paid and deducted at source for the year	(6,726,271)	(5,031,258)
Less : Provisions made in prior years	-	-
Balance due	\$ (3,877,900)	\$ 1,778,883