

Price Waterhouse

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF DIGILIFE DISTRIBUTION AND MARKETING SERVICES LIMITED

Report on the Financial Statements

1. We have audited the accompanying financial statements of Digilife Distribution and Marketing Services Limited ("the Company"), which comprise the Balance Sheet as at June 30, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements to give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, 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.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditors' 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 financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at June 30, 2015, and its loss and its cash flows for the year ended on that date.



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INDEPENDENT AUDITORS' REPORT

To the Members of Digilife Distribution and Marketing Services Limited

Report on the Financial Statements

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Report on Other Legal and Regulatory Requirements

9. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on June 30, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on June 30, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
 - i. The Company has disclosed the impact, if any, of pending litigations as at June 30, 2015 on its financial position in its financial statements – Refer Note 28.
 - ii. The Company did not have any long-term contracts including derivative contracts as at June 30, 2015.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended June 30, 2015.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants



Avijit Mukerji
Partner
Membership Number: 056155

Place: Gurgaon
Date: August 20, 2015

Annexure to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Digilife Distribution and Marketing Services Limited on the financial statements as of and for the year ended June 30, 2015

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
 - (b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
- ii. (a) The inventory excluding stocks with third parties has been physically verified by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. In our opinion, the frequency of verification is reasonable.
 - (b) In our opinion, the procedures of physical verification of inventory followed by the Management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) On the basis of our examination of the inventory records, in our opinion, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a) and (iii)(b) of the said Order are not applicable to the Company.
- iv. In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services. Further, on the basis of our examination of the books and records of the Company, and according to the information and explanations given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under to the extent notified.
- vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of value added tax and is regular in depositing the undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, sales tax, and other material statutory dues, as applicable, with the appropriate authorities.
 - (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of service-tax which have not been deposited on account of any dispute. The particulars of dues of sales tax and income tax as at June 30, 2015 which have not been deposited on account of a dispute, are as follows:



Annexure to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Digilife Distribution and Marketing Services Limited on the financial statements for the year ended June 30, 2015

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Name of the statute	Nature of dues	Amount (Rs./Crores)	Amount deposited under protest (Rs./Crores)	Period to which the amount relates	Forum where the dispute is pending
U.P. Value Added Tax Act-2008	Sales Tax	0.63	0.01	2011-2013	Additional Commissioner (Appeals) of Commercial Tax Noida
Delhi Value Added Tax Act-2004	Trade Tax	1.88	-	2009-2011	Deputy Commissioner (Appeals) of Sales Tax Delhi
Tamil Nadu General Sales Tax Act, 1959	Sales Tax	0.52	0.32	2009-2014	Deputy Commissioner (Appeals) of Sales Tax Chennai
Rajasthan Value Added Tax Act-2003	Commercial Tax	0.01	-	2011-2012	Tax board Commercial Tax Jaipur
Kerala General Sales Tax Act, 1963	Sales Tax	0.03	-	2007-2016	Commercial Tax Officer/ Dy. Commissioner Commercial Tax Kochi
Bihar Value Added Tax Act, 2005	Sales Tax	0.11	0.06	2012-2015	Commissioner Commercial Tax Patna/Jt. Commissioner Appeal (Patna)
Jharkhand Value Added Tax Act, 2005	Sales Tax	0.02	-	2011-2012	Jt. Commissioner Appeal
M.P. Value Added Tax Act, 2002	Sales Tax	0.17	0.07	2011-2014	Jt. Commissioner Appeal
Income Tax Act, 1961	Income Tax-Penalty	0.01	-	2011-2012	CIT (Appeals)

- (c) There are no amounts required to be transferred by the Company to the Investor Education and Protection Fund in accordance with the provisions of the Companies Act, 1956 and the rules made thereunder.
- viii. The accumulated losses of the Company has exceeded fifty percent of its net worth as at June 30, 2015 and it has not incurred cash losses in the financial year ended on that date. However it had incurred cash losses in the immediately preceding financial year.
- ix. As the Company does not have any borrowings from any financial institution or bank nor has it issued any debentures as at the balance sheet date, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- x. In our opinion, and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions during the year. Accordingly, the provisions of Clause 3(x) of the Order are not applicable to the Company.
- xi. The Company has not raised any term loans. Accordingly, the provisions of Clause 3(xi) of the Order are not applicable to the Company.



Annexure to Independent Auditors' Report

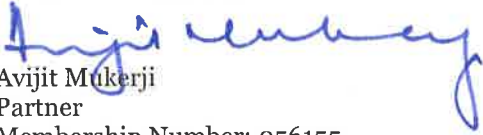
Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Digilife Distribution and Marketing Services Limited on the financial statements for the year ended June 30, 2015

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- xii. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

Place: Gurgaon
Date: August 20, 2015

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants


Avijit Mukerji
Partner
Membership Number: 056155

Digilife Distribution and Marketing Services Limited
Balance Sheet as at June 30, 2015

	Notes	As at 30.06.2015 ₹/Lacs		As at 30.06.2014 ₹/Lacs	
Equity and Liabilities:					
Shareholders' funds					
Share capital	2	4,805.00		4,805.00	
Reserves and surplus	3	(5,579.30)	(774.30)	(3,220.30)	1,584.70
Non-current liabilities					
Long-term provisions	4		3.93		13.63
Current liabilities					
Short-term borrowings	5	-		2,137.08	
Trade payables	6	6,544.05		12,229.23	
Other current liabilities	7	250.70		406.72	
Short-term provisions	8	4.13	6,798.88	20.34	14,793.37
Total Equity and Liabilities		6,028.51		16,391.70	
Assets:					
Non-current assets					
Fixed assets					
- Tangible assets	9	3.85		11.41	
Long-term loans and advances	10	178.11	181.96	59.55	70.96
Current assets					
Inventories	11	1,530.54		5,783.24	
Trade receivables	12	2,881.49		7,962.62	
Cash and bank balances	13	676.48		1,729.74	
Short-term loans and advances	14	758.04		843.59	
Other current assets	15	-	5,846.55	1.55	16,320.74
Total Assets		6,028.51		16,391.70	

Significant Accounting Policies

This is the Balance Sheet referred to in our report of even date

For Price Waterhouse
 Firm Registration Number-301112E
 Chartered Accountants



Avijit Mukerji
 Partner
 Membership Number - 056155

The notes referred to above form an integral part of the Balance Sheet

For and on behalf of the Board of Directors



D K Srivastava
 Managing Director
 DIN - 06847137



Kaushik Dutta
 Director
 DIN - 03328890



S G MURALI
 Group Chief Financial Officer



Sanjeev Kumar Saraf
 Chief Financial Officer

Place : Noida
 Date : August 20, 2015

Digilife Distribution and Marketing Services Limited
Statement of Profit and Loss for the year ended June 30, 2015

	<u>Notes</u>	<u>Year ended 30.06.2015 ₹/Lacs</u>	<u>Year ended 30.06.2014 ₹/Lacs</u>
Revenue:			
Revenue from operations	16	17,294.01	60,934.67
Other income	17	32.11	219.21
		<u>17,326.12</u>	<u>61,153.88</u>
Expenses:			
Purchases of stock-in-trade	23 (a)	14,083.34	61,039.83
(Increase)/Decrease in inventories of stock-in-trade	18	4,252.70	(1,148.15)
Other direct expense	19	-	5.81
Employee benefits expense	20	422.65	1,288.40
Finance costs	21	84.48	73.02
Depreciation expense	9	8.02	8.28
Other expenses	22	833.93	1,321.45
		<u>19,685.12</u>	<u>62,588.64</u>
Loss before tax		(2,359.00)	(1,434.76)
Tax expense		-	-
- Deferred tax		-	474.92
Loss for the year		(2,359.00)	(1,909.68)
Earning/ (Loss) per equity share (In ₹)			
Basic (of ₹ 10/- each)	29	(4.91)	(3.97)
Diluted (of ₹ 10/- each)	29	(4.91)	(3.97)

Significant Accounting Policies

1

This is the Statement of Profit and Loss referred to in our report of even date

The notes referred to above form an integral part of the Statement of Profit and Loss

For Price Waterhouse
 Firm Registration Number-301112E
 Chartered Accountants

For and on behalf of the Board of Directors


 Avijit Mukerji
 Partner
 Membership Number - 056155


 D K Srivastava
 Managing Director
 DIN - 06847137


 Kaushik Dutta
 Director
 DIN - 03328890

Place : Noida
 Date : August 20, 2015


 S G MURALI
 Group Chief Financial Officer


 Sanjeev Kumar Saraf
 Chief Financial Officer

Digilife Distribution and Marketing Services Limited
Cash Flow Statement for the year ended June 30, 2015

	Year ended 30.06.2015 ₹/lacs	Year ended 30.06.2014 ₹/Lacs
1. Cash Flow from Operating Activities:		
Net Loss before tax	(2,359.00)	(1,434.76)
Adjustments for:		
Depreciation Expense	8.02	8.28
Interest Expense	84.48	73.02
Interest Income	(10.92)	(7.24)
Loss on Sale of Fixed Assets	-	0.82
Provision for Doubtful Debts	17.31	285.23
	<u>98.89</u>	<u>360.11</u>
Operating Loss before working capital changes	(2,260.11)	(1,074.65)
Adjustments for changes in working capital:		
- (Increase)/Decrease in Trade Receivables	5,063.51	4,016.18
- (Increase)/Decrease in Loans and Advances and Other Assets	(30.37)	24.47
- (Increase)/Decrease in Inventories	4,252.70	(1,148.15)
- Increase/(Decrease) in Liabilities	(5,866.80)	(3,953.97)
	<u>3,419.04</u>	<u>(1,061.47)</u>
Cash generated from operations	1,158.93	(2,136.12)
Net cash from operating activities	(A) <u>1,158.93</u>	<u>(2,136.12)</u>
2. Cash flow from Investing Activities:		
Purchase of Fixed Assets, including Intangible Assets	(0.46)	(0.47)
Proceeds from Sale of Fixed Assets	-	0.02
Interest Received	9.83	6.52
Movement in Margin Money	(15.33)	-
Investment in Banks Deposits (having original maturity of more than three months)	-	1.60
	<u>(5.96)</u>	<u>7.67</u>
Net cash from/(used In) Investing activities	(B) <u>(5.96)</u>	<u>7.67</u>



Digilife Distribution and Marketing Services Limited
Cash Flow Statement for the year ended June 30, 2015

		Year ended 30.06.2015 ₹/lacs	Year ended 30.06.2014 ₹/Lacs
3. Cash Flow from Financing Activities:			
Unsecured Loans:			
Proceeds from short term borrowings		-	2,137.08
Repayment of short term borrowings		(2,137.08)	-
Interest Paid		(84.48)	(73.02)
		<u>(2,221.56)</u>	<u>2,064.06</u>
Net cash from/(used in) financing activities	(C)	<u>(2,221.56)</u>	<u>2,064.06</u>
Net Increase/(Decrease) in Cash and Cash Equivalents	(A+B+C)	<u>(1,068.59)</u>	<u>(64.39)</u>
Opening Balance of Cash and Cash Equivalents		1,729.54	1,793.93
Closing Balance of Cash and Cash Equivalents		660.95	1,729.54
Cash and cash equivalents comprise of:		660.95	1,729.54
Balances with Banks in Current Accounts		660.95	1,729.54

Notes:

- 1 The above Cash Flow Statement has been prepared under the indirect method set out in Accounting Standard-3, notified u/s 211(3C) of Companies (Accounting Standard) Rules 2006, as amended and other relevant provisions of the Companies Act, 2013.
- 2 Figures in brackets indicate cash outflow.

This is the Cash Flow Statement referred to in our report of even date

For and on behalf of the Board of Directors

For Price Waterhouse
Firm Registration Number-301112E
Chartered Accountants


Avijit Mukerji
Partner
Membership Number - 056155


D K Srivastava
Managing Director
DIN - 06847137


Kaushik Dutta
Director
DIN - 03328890

Place : Noida
Date : August 20, 2015


S G MURALI
Group Chief Financial Officer


Sanjeev Kumar Saraf
Chief Financial Officer

1 - SIGNIFICANT ACCOUNTING POLICIES

a. BACKGROUND

Digilife Distribution and Marketing Services Limited (Formerly Known as HCL Security Limited) ("The Company") was incorporated on March 19, 2008 and is the wholly owned subsidiary of HCL Infosystems Limited. The company is engaged in the business of trading and distribution of various telecommunications and electronic equipment, computer hardware and software and its accessories and other electronic, electric, digital, multi-media, consumer durables and domestic products erstwhile it was engaged in the business of supply and/or installation of Security, Surveillance and Scanning related equipments.

b. BASIS OF ACCOUNTING

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. Pursuant to Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, till the Standards of Accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply. Consequently these financial statements have been prepared to comply in all material aspects with the Accounting Standards notified under Section 211(3C) (Companies Accounting Standards Rules, 2006, as amended) and other relevant provisions of the Companies Act, 2013.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

c. FIXED ASSETS

Tangible Fixed Assets are stated at cost except those which are revalued from time to time on the basis of current replacement cost/value to the Company, net of accumulated depreciation.

Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Losses arising from the retirement of, and gains or losses arising from disposal of fixed assets which are carried at cost are recognised in the Statement of Profit and Loss.

d. DEPRECIATION AND AMORTISATION

From the current year, Schedule XIV of the Companies Act, 1956 has been replaced by Schedule II of the Companies Act, 2013. Due to such change, impact of which is not material, depreciation is being provided as given below.

(a) Depreciation on fixed assets of the Company is provided on a pro-rata basis on straight-line method using the useful lives of assets prescribed in Schedule II of the Companies Act, 2013.

(b) Individual assets costing ₹ 5,000 or less are depreciated/amortised fully in the year of acquisition.

e. INVENTORIES

Stock-In-Trade are valued at lower of cost and net realisable value. Cost is determined on the basis of weighted average method. Goods in Transit are valued inclusive of Customs Duty, where applicable.

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f. FOREIGN CURRENCY TRANSACTIONS

- a) Foreign currency transactions are recorded at the exchange rates prevailing at the date of transaction. Exchange differences arising on settlement of transactions, are recognised as income or expense in the year in which they arise.
- b) At the balance sheet date, all monetary items denominated in foreign currency, are reported at the exchange rates prevailing at the balance sheet date and the resultant gain or loss is recognised in the Statement of Profit and Loss. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.
- c) With respect to exchange differences arising on translation of long term foreign currency monetary items having a term of 12 months or more, from July 1, 2011 onwards, the Company has adopted the following policy:
 - (i) Exchange differences relating to long term foreign currency monetary items, arising during the year, in so far as they relate to the acquisition of a depreciable capital asset are added to or deducted from the cost of the asset and depreciated over the balance life of the asset.
 - (ii) In other cases, such differences are accumulated in the "Foreign Currency Monetary Translation Difference Account" and amortised over the balance period of the long term assets/liabilities but not beyond March 31, 2020.
- d) In case of forward foreign exchange contracts where an underlying asset or liability exists at the balance sheet date, the premium or discount arising at the inception of forward exchange contracts is amortised as expense or income over the life of the contract. Exchange differences on such contract are recognized in the statement of Profit and Loss in the reporting period in which the exchange rate change.
- e) Forward exchange contracts outstanding as at the year end on account of firm commitment / highly probable forecast transactions are marked to market and the losses, if any, are recognised in the Statement of Profit and Loss and gains are ignored in accordance with the Announcement of Institute of Chartered Accountants of India on 'Accounting for Derivatives' issued in March 2008.
- f) Any profit or loss arising on cancellation or renewal of a forward exchange contract are recognised as income or as expense for the period.

g. EMPLOYEE BENEFITS

Defined Benefit:

Gratuity

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/gains are recognised in the Statement of Profit and Loss in the year in which they arise.

Provident Fund

The Company is a participant in a provident fund plan which is administered through a multi-employer trust. The Provident Fund liability is actuarially determined (using the Projected Unit Credit method) at the end of the year and any shortfall in the fund size maintained by the Trust is additionally provided for. The Company's contribution to provident fund for the year is included in the Statement of Profit and Loss.



Other Benefits:

Compensated Absences

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

Defined Contribution:

Company's contribution towards Superannuation Fund is accounted for on accrual basis. The Company makes defined contributions to a Superannuation Trust established for the purpose. The Company has no further obligation beyond the monthly contributions.

h. REVENUE RECOGNITION

Sales, after adjusting trade discount and the related revenue is recognised on transfer of all significant risks and rewards of ownership to the customer and when no significant uncertainty exists regarding realisation of the consideration.

i. LEASES

Assets taken on leases where significant portion of risks and rewards of ownership are retained by lessor are classified as operating leases. Lease rentals are charged to the Statement of Profit and Loss on a straight-line basis over the lease term.

j. CURRENT AND DEFERRED TAX

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits. At each Balance Sheet date, the Company reassesses unrecognised deferred tax assets, if any.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is reasonable certainty that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a reasonable certainty to the effect that the Company will pay normal income tax during the specified period.



k. PROVISIONS AND CONTINGENT LIABILITIES

The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow of resources or where a reliable estimate of the amount of the obligation cannot be made.

l. IMPAIRMENT OF ASSETS

At each balance sheet date, the Company assesses whether there is any indication that tangible asset may be impaired. If any such indication exists, the Company estimates the recoverable amount and if the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recognised in the Statement of Profit and Loss to the extent the carrying amount exceeds the recoverable amount.

m. BORROWING COSTS

Borrowing costs to the extent related/attribution to the acquisition/construction of assets that necessarily take substantial period of time to get ready for their intended use are capitalised along with the respective fixed asset up to the date such asset is ready for use. Other borrowing costs are charged to the Statement of Profit and Loss.

n. USE OF ESTIMATES

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Examples of such estimates include estimate of cost expected to be incurred to complete performance under composite arrangements, income taxes, provision for warranty, employment benefit plans, provision for doubtful debts and estimated useful life of the fixed assets. The actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

o. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.



Digilife Distribution and Marketing Services Limited

Notes to the Financial Statements

	As at 30.06.2015 ₹/Lacs	As at 30.06.2014 ₹/Lacs
2- Share capital		
<u>Authorised</u>		
50,000,000 Equity Shares (2014 - 50,000,000) of ₹ 10/- each	5,000.00	5,000.00
<u>Issued, Subscribed and Paid up</u>		
48,050,000 Equity Shares (2014 - 48,050,000) of ₹ 10/- each (Fully Paid Up)	4,805.00	4,805.00
TOTAL	4,805.00	4,805.00

Notes:

(i) Rights attached to Equity Shares:

The Company has only one class of equity share having a face value of ₹ 10/- each. Each holder of equity shares is entitled to one vote per share held. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in ensuing General Meeting, except in case of interim dividend.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by Shareholders.

(ii) Shareholders holding more than 5% of the aggregate shares in the Company	No of Shares	% of shares	No of Shares	% of shares
(a) HCL Infosystems Limited (Holding Company)	48,050,000	100	48,050,000	100

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Digilife Distribution and Marketing Services Limited

Notes to the Financial Statements

3- Movement in Reserves and surplus

Particulars	(₹/Lacs)
As at July 1, 2013	(1,310.62)
Loss for the year	(1,909.68)
As at June 30, 2014	(3,220.30)
As at July 1, 2014	(3,220.30)
Loss for the year	(2,359.00)
As at June 30, 2015	(5,579.30)



Digilife Distribution and Marketing Services Limited

Notes to the Financial Statements

	As at 30.06.2015 ₹/Lacs	As at 30.06.2014 ₹/Lacs
4- Long-term provisions		
Provision for Gratuity (Refer Note 30)	3.93	13.63
TOTAL	3.93	13.63
6- Short-term borrowings		
Unsecured:		
Loans and advances from HCL Infosystems Limited, the Holding Company	-	2,137.08
TOTAL	-	2,137.08
Unsecured Loans from HCL Infosystems Limited, the Holding Company, amounting to ₹ NIL (2014 - ₹ 2137.08 Lacs) is repayable within 1 year from the date of loan.		
6- Trade-payables		
Trade Payables (Refer Note 35)	6,544.05	12,229.23
TOTAL	6,544.05	12,229.23
7- Other current liabilities		
Advances Received from Customers	128.14	145.18
Statutory Dues Payable	78.71	192.29
Employees Benefits Payable	43.86	69.25
TOTAL	250.70	406.72
8- Short-term provisions		
Provision for Gratuity and Leave Encashment (Refer Note 30)#	4.13	20.34
TOTAL	4.13	20.34
# includes ₹ 2.89 Lacs (2014 - ₹ 15.05 Lacs) for provision for leave encashment		





Digilife Distribution and Marketing Services Limited
Notes to the Financial Statements

9- Fixed Assets

Particulars	Gross Block				Depreciation				Net Block	
	As at 01.07.2014	Additions	Disposal	As at 30.06.2015	As at 01.07.2014	Additions	Disposal	As at 30.06.2015	As at 30.06.2015	As at 30.06.2014
	₹/Lacs									
Tangible Assets:										
Own Assets										
Plant and Machinery	0.63	-	-	0.63	0.63	-	-	0.63	-	0.16
Office Equipments	0.23	0.46	-	0.69	0.07	0.13	-	0.20	0.49	0.16
Computers	24.55	-	0.28	24.27	13.30	7.89	0.28	20.91	3.36	11.25
Sub-Total	25.41	0.46	0.28	25.59	14.00	8.02	0.28	21.74	3.85	11.41
Previous Year	26.10	0.47	1.16	25.41	6.04	8.28	0.32	14.00	11.41	



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Digilife Distribution and Marketing Services Limited
Notes to the Financial Statements

	As at 30.06.2016 ₹/Lacs	As at 30.06.2014 ₹/Lacs
10- Long-term loans and advances		
Unsecured:		
Deposits with Sales tax authorities	79.77	5.51
Advance Income tax [Net of Provision for Income Tax of ₹ 114.99 Lacs (2014 - ₹ 114.99 Lacs)]	98.34	54.04
TOTAL	178.11	59.55
11- Inventories		
Stock-in-Trade [Including In Transit ₹ 124.65 Lacs (2014 - ₹ 148.88 Lacs)]	1,530.64	5,783.24
TOTAL	1,530.64	5,783.24
12- Trade Receivables		
Unsecured		
Debts outstanding for a period exceeding Six Months		
-Considered Good	240.04	
-Considered Doubtful	307.34	396.27
Other debts		
-Considered Good	2,641.45	7,962.62
Less: Provision for Doubtful Debts	3,188.83	8,358.89
	307.34	396.27
TOTAL	2,881.49	7,962.62



Diglife Distribution and Marketing Services Limited

Notes to the Financial Statements

	As at 30.06.2015 ₹/Lacs	As at 30.06.2014 ₹/Lacs
13- Cash and bank balances		
Cash and Cash Equivalents		
Balances with Banks		1,729.54
- On Current Account	660.95	
Margin Account	15.53	0.20
TOTAL	676.48	1,729.74
14- Short-term loans and advances		
Unsecured		
Considered Good		
Balances with Customs, Port Trust, Excise and Sales Tax Authorities	124.61	60.89
Advances to Creditors	401.05	518.15
Mat Credit Entitlement	112.92	112.92
Other Deposits	86.74	86.20
Prepaid Expenses	9.38	28.64
Others	24.44	36.79
TOTAL	758.04	843.59
15- Other current assets		
Unamortised Premium on Forward Contracts	-	1.55
TOTAL	-	1.55



Digilife Distribution and Marketing Services Limited**Notes to the Financial Statements**

	Year ended 30.06.2015 ₹/Lacs	Year ended 30.06.2014 ₹/Lacs
16- Revenue from operations		
Sale of Products (Refer Note 23(b))	17,294.01	60,934.67
TOTAL	<u>17,294.01</u>	<u>60,934.67</u>
17- Other Income		
Interest Income		
- On Fixed Deposits (Gross)	10.92	7.24
Profit on foreign exchange fluctuation	-	111.76
Miscellaneous Income	21.19	100.21
TOTAL	<u>32.11</u>	<u>219.21</u>
18- (Increase)/Decrease in Inventories of stock-in-trade		
Closing Stock		
- Stock-In-Trade	1,530.54	5,783.24
Opening Stock		
- Stock-In-Trade	5,783.24	4,635.09
(Increase)/Decrease in inventories of stock-in-trade	<u>4,252.70</u>	<u>(1,148.15)</u>
19- Other direct expense		
Purchase of Services	-	1.50
Spares and Stores Consumed	-	4.31
	<u>-</u>	<u>5.81</u>
20- Employee benefits expense (Refer Note 30)		
Salaries, Wages, Bonus and Gratuity	406.78	1,252.08
Contribution to Provident and Other Funds	11.30	34.07
Staff Welfare Expenses	4.57	2.25
TOTAL	<u>422.65</u>	<u>1,288.40</u>
21- Finance costs		
Interest on Short Term Borrowings	84.48	73.02
TOTAL	<u>84.48</u>	<u>73.02</u>



Digilife Distribution and Marketing Services Limited**Notes to the Financial Statements**

	Year ended 30.06.2015 ₹/Lacs	Year ended 30.06.2014 ₹/Lacs
22- Other expenses		
Rent (Refer Note 27)	228.04	153.92
Rates and Taxes	61.71	117.47
Printing and Stationery	2.03	1.72
Communication	9.74	23.39
Travelling and Conveyance	46.51	130.91
Packing, Freight and Forwarding	131.42	224.55
Legal and Professional (Refer Note 26)	74.91	100.46
Retainership Expenses	27.91	51.00
Training and Conference	1.80	1.37
Office Electricity and Water	0.09	-
Insurance	55.15	94.69
Advertisement, Publicity and Entertainment	19.09	9.46
Hire Charges	1.73	2.03
Bank Charges	14.92	103.56
Provision for Doubtful Debts	17.31	285.23
Loss on Sale of Fixed Assets	-	0.82
Repairs		
- Others	0.05	0.23
Net Loss on Foreign Exchange Fluctuation	53.79	-
Common Cost Allocated from HCL Infosystems Limited, the Holding Company	16.00	-
Miscellaneous	71.73	20.64
TOTAL	833.93	1,321.45



Digilife Distribution and Marketing Services Limited
Notes to the Financial Statements

23 (a) Information in respect of purchase of traded goods:

	Amount ₹/Lacs
Memory Card	3,242.10 (16,605.04)
Mobile Device	1,842.93 (-)
Computers (Desktop and Laptops)	4,402.15 (10,727.30)
Gaming, Tablet and LCD	599.85 (21,596.28)
Networking Printer server	3,960.07 (10,585.59)
Others*	36.24 (1,525.62)
Total	14,083.34 (61,039.83)

*Does not include any item which in value individually accounts for 10% or more of the total value of purchase of traded goods.
Previous year figures are given in brackets.

23 (b) Sales:

Class of Products	Sales / Adjustments
	Amount ₹/Lacs
Memory Card	4,481.06 (16,411.43)
Mobile Device	1,250.32 -
Computers (Desktop and Laptops)	5,388.94 (10,905.04)
Gaming, Tablet and LCD	2,060.41 (20,920.07)
Networking Printer server	3,787.82 (10,963.00)
Others*	325.46 (1,735.13)
Total	17,294.01 (60,934.67)

*Does not include any item which in value individually accounts for 10% or more of the total value of sales / stock.
Previous year figures are given in brackets.



Digilife Distribution and Marketing Services Limited
Notes to the Financial Statements

	2015 ₹/Lacs	2014 ₹/Lacs
24. Value of Imports calculated on CIF basis:		
Traded items	4,018.67	20,791.55
Total	4,018.67	20,791.55
25. Expenditure in Foreign Currency: (On accrual basis)		
	2015 ₹/Lacs	2014 ₹/Lacs
a) Travel	0.55	1.41
b) Technical	-	0.37
Total	0.55	1.78
26. Remuneration to Auditor*:		
	2015 ₹/Lacs	2014 ₹/Lacs
Audit Fee	4.00	3.00
Other Audit Services/Certifications	1.00	1.00
Total	5.00	4.00
*Excluding service tax		

27. Leases:

Operating Lease:

(i) Cancelable Operating Leases

(a) The Company has taken various residential/commercial premises under cancelable operating leases. These leases are for a period of eleven months to three years and are normally renewable on expiry.

(b) The rental expense in respect of operating leases is ₹ 228.04 Lacs (2014 - ₹ 153.92 Lacs) which is disclosed as Rent expense under 'Other expenses'.

28. Contingent Liabilities :

Claims against the Company not acknowledged as debts:

	2015 ₹/Lacs	2014 ₹/Lacs
Sales Tax*	338.33	2.24
Income Tax*	4.58	-

*Includes sum of ₹ 46.02 Lacs (2014 - ₹ Nil) deposited by the Company against the above.

The amount shown above represents the best possible estimates arrived at on the basis of available information. The uncertainties and possible reimbursements are dependent on the out come of the different legal processes which have been initiated by the Company or the claimants as the case may be and therefore cannot be predicted accurately. It is not practicable for the Company to estimate the timing of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.

29. Earnings per share (EPS)

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The earnings considered in ascertaining the company's EPS represent profit/(loss) for the year after tax. Diluted EPS is computed and disclosed using the weighted average number of equity and dilutive equivalent shares outstanding during the year except when results would be anti-dilutive.

Calculation of EPS:

	₹/Lacs	
Particulars	2015	2014
Profit / (Loss) after tax (₹)	(2,359.00)	(1,909.68)
Weighted average number of shares considered as outstanding in computation of Basic EPS	48,050,000	48,050,000
Weighted average number of shares considered as outstanding in computation of Diluted EPS	48,050,000	48,050,000
Basic EPS (of ₹ 10/- each)	(4.91)	(3.97)
Diluted EPS (of ₹ 10/- each)	(4.91)	(3.97)

There are no dilutive equity shares as at year end.



30. The Company has calculated the various benefits provided to employees as under:

(a) Defined Contribution Plans

Superannuation Fund

During the year, the Company has recognised the following amounts in the Statement of Profit and Loss:

	2015	2014
	₹/Lacs	₹/Lacs
Employers Contribution to Superannuation Fund*	1.41	5.90

(b) State Plans

(i) Employee State Insurance

(ii) Employee's Pension Scheme 1995

During the year, the Company has recognised the following amounts in the Statement of Profit and Loss:

	2015	2014
	₹/Lacs	₹/Lacs
Employers Contribution to Employee State Insurance*	0.06	0.28
Employers Contribution to Employee's Pension Scheme 1995*	4.25	8.31

* Included in Contribution to Provident and Other Funds under Employee Benefits expense (Refer Note 20).

(c) Defined Benefit

(i) Gratuity

(ii) Provident Fund#

In accordance with Accounting Standard 15 (revised 2005), an actuarial valuation was carried out in the respect of the aforesaid defined benefit plans based on the following assumptions:

	Employees Gratuity Fund	
	2015	2014
Discount Rate (per annum)	8.00%	8.50%
Rate of increase in compensation levels	6.00%	6.00%
Rate of return on plan assets	Not Applicable	Not Applicable
Expected average remaining working lives of employees (years)	19.97	20.34

The estimates of future salary increases considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

	2015	2014
	Gratuity	Gratuity
	₹/Lacs	₹/Lacs

Reconciliation of opening and closing balances of the present value of the defined benefit obligation:

Present value of obligation at the beginning of the year	18.92	7.76
Current service cost	(0.10)	3.40
Past service cost	-	-
Interest cost	1.53	0.57
Actuarial (gain)/loss	(7.74)	10.15
Benefits (paid)	(7.44)	(2.96)
Transferred out on sale of business	-	-
Present value of obligation at the end of the year	5.17	18.92

Reconciliation of the present value of the defined benefit obligation and the fair value of the plan assets:

Present value of the obligation as at the end of the year	5.17	18.92
Fair value of plan assets at the end of the year	-	-
Assets/(Liabilities) recognised in the Balance Sheet	(5.17)	(18.92)

Cost recognised for the period (Included under Salaries, Wages, Allowances, Bonus and Gratuity under Employee Benefits expense - Refer Note 20)

Current service cost	(0.10)	3.40
Past service cost	-	-
Interest cost	1.53	0.57
Actuarial (gain) / loss	(7.74)	10.15
Net cost / (gain) recognised for the year	(6.31)	14.12

Reconciliation of the present value of the defined benefit obligation and the fair value of the plan assets:

	₹/Lacs				
	2015	2014	2013	2012	2011
Present value of the obligation as at the end of the year	5.17	18.92	7.76	3.15	21.96
Fair value of plan assets at the end of the year	-	-	-	-	-
Assets/(Liabilities) recognised in the Balance Sheet	(5.17)	(18.92)	(7.76)	(3.15)	(21.96)

In respect of certain eligible employees, the Company is participant under a provident fund plan which is administered through a multi employer trust. The participants have an obligation to make good any deficiency in the interest to be paid by the Trust to its members and the income earned by it. Accordingly the plan is as a defined benefit plan. The trust has obtained an actuarial valuation of the Provident fund liability as at the Balance Sheet date and as per valuation report, there is no shortfall as on June 30, 2015. The valuation report contained details for the disclosure requirement of the Accounting Standard 15 "Employee Benefits" for the trust as a whole, however breakup into respective entities is not available and accordingly the disclosures for provident fund liability as required by Accounting Standard 15 "Employee Benefits" has not been made in these financial statements. The Company's contribution to provident fund for the year is ₹ 5.58 Lacs (2014 ₹ 19.58 Lacs) which has been included under Contribution to Provident and Other Funds (Refer Note 20).

31. Foreign Currency Exposure:

(a) The Company has following outstanding derivative as at reporting date:

Particular	Foreign Currency Value ₹ / lacs		Average rate		Maximum Maturity Period	
	2015	2014	2015	2014	2015	2014
Forward contract to buy USD	5.50	6.52	64.12	60.18	1 months	1 months

(b) As on reporting date, the foreign currency exposure that is not hedged by a derivative instrument or otherwise in respect of

	₹ / Lacs	
Particulars	2015	2014
Trade Payables	Nil	735.25
Trade Receivables	Nil	11.06

(c) The unaccrued forward exchange cover has been included under 'Other current assets' and 'Other non current assets' as 'Unamortised Premium on Forwards Contracts'.

	₹ / Lacs	
Particulars	2015	2014
Unamortised premium	Nil	1.55



Digilife Distribution and Marketing Services Limited

32. Disclosure of related parties and related party transactions:

(a) Company having substantial interest:

- HCL Corporation Private Limited

(b) Holding Company:

- HCL Infosystems Limited (holds 100% of equity share capital of the Company)

(c) Fellow subsidiaries:

- HCL Infotech Limited
- HCL Services Limited
- HCL Learning Limited

(d) Enterprises over which, individual having indirect significant influence over the company, has significant influence and with whom transactions have taken place during the year and/or where balances exist: :

-HCL Comnet Limited
- HCL Technologies Limited

Particulars	Holding Company		Fellow Subsidiaries		Others		Total	
	Jun 15	Jun 14	Jun 15	Jun 14	Jun 15	Jun 14	Jun 15	Jun 14
(i) Transactions								
Sales and related Income	375.08	5,371.27	457.68	2,392.92	82.96	1,156.97	915.72	8,921.16
-HCL Infosystems Limited	375.08	5,371.27						
-HCL Infotech Ltd.			254.07	2,203.93				
-HCL Services Ltd			201.04	187.04				
-HCL Learning Ltd			2.57	1.95				
-HCL Technologies Limited					78.62	711.59		
-HCL Comnet Limited					2.93	445.38		
Purchase of Goods	2,340.49	12,040.73					2,340.49	12,040.73
-HCL Infosystems Limited	2,340.49	12,040.73						
Purchase of Assets			0.46	-			0.46	-
-HCL Infotech Limited			0.46	-				
Net Inter Company Deposits (ICD) Taken	-	2,137.07					-	2,137.07
-HCL Infosystems Limited	-	2,137.07						
Net Inter Company Deposits (ICD) Refunded/Adjusted	2,137.07	-					2,137.07	-
-HCL Infosystems Limited	2,137.07	-						
Interest on Inter Company Deposits (ICD) Taken	84.54	41.20					84.54	41.20
-HCL Infosystems Limited	84.54	41.20						
Reimbursement of Expenses	52.43	-	86.76	38.64			139.19	38.64
-HCL Infosystems Limited	52.43	-						
-HCL Services Limited			86.76	38.64				
(ii) Amount due to/ from related parties								
Accounts Receivables	160.01	917.29	219.96	2,046.59	3.20	13.20	383.17	2,977.08
Accounts Payables	2,663.08	5,781.51	0.46	-	2.33	-	2,665.87	5,781.51
Inter Company Deposits (ICD) Payable	-	2,137.07					-	2,137.07

Note: All transactions with related parties have been entered into in the normal course of business.

(e) The Company has taken working capital facilities (non funded) from bank which is secured by a corporate guarantee given by HCL Infosystems Limited, the holding company, against which the Company has utilised ₹ 1786.66 Lacs (2014 - ₹ 620 Lacs) as at June 30, 2015.

(f) No remuneration is paid by the Company to the whole-time Director.



Digilife Distribution and Marketing Services Limited

Notes to the Financial Statements

33. Employee Stock Option Plan (ESOP):

The holding company has established Employee Stock Option Scheme 2000 and Employee Stock Based Compensation Plan 2005 for the employees of HCL Infosystems Limited and its subsidiaries.

HCL Infosystems Limited, Holding Company follows the Intrinsic Value Method of accounting and there is no charge for ESOPs based on this method during the current year which relates to the Company.

The impact on the profit/(loss) of the Company for the current year ended June 30, 2015 and the basic and diluted earnings per share had the Holding Company followed the fair value method of accounting for stock options is set out below:

Particulars	₹/Lacs	
	Year ended June 30, 2015	Year ended June 30, 2014
Loss after tax as per Statement of Profit and Loss (a)	(2,359.00)	(1,909.68)
Loss after tax recomputed for recognition of employee stock compensation expense under fair value method (b)	(2,359.00)	(1,909.68)
Loss Per Share based on earnings as per (a) above:		
- Basic and Diluted (Refer Note 29)	(4.91)	(3.97)
Loss Per Share had fair value method been employed for accounting of employee stock options:		
- Basic and Diluted	(4.91)	(3.97)

34. The Company's business falls within a single primary business and geographical segment, i.e. trading and distribution of various telecommunications and electronic equipment, computer hardware and software and its accessories and other electronic, electric, digital, multi-media, consumer durables and domestic products. Accordingly, pursuant to Accounting Standard 17 on 'Segment Reporting', notified under section 211 (3C) of the Companies Act, 1956 read with Rule 7 of the Companies (Accounts) Rules, 2014 & Section 133 of the Companies Act, 2013 as at June 30, 2015, segment information is not required to be disclosed.

35. Based on the information available with the management, none of the vendors are registered under the Micro, Small and Medium Enterprises Development Act, 2006.

36. Previous year figures have also been regrouped/recasted, where necessary, to conform to current year's presentation.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants



Avijit Mukerji
Partner
Membership Number - 056155

For and on behalf of the Board of Directors



D K Srivastava
Managing Director
DIN - 06847137



Kaushik Dutta
Director
DIN - 03328890



S G MURALI
Group Chief Financial Officer



Sanjeev Kumar Saraf
Chief Financial Officer

Place: Noida
Date : August 20, 2015