Directors' Report

To the Shareholders, Pimpri Chinchwad eServices Limited

Your Directors have pleasure in presenting their Second Annual Report together with the Audited Accounts for the financial period ended 30th June, 2012.

Financial Highlights

The financial details are as under:

(Rs. in Lacs)

Particulars	Year ended	Period ended		
	30 th June, 2012	30 th June, 2011		
Net Sales and other income	Nil	Nil		
Profit / (Loss) before Interest, Depreciation and Tax	(3.57)	(0.68)		
Finance Charges	Nil	Nil		
Depreciation	0.03	Nil		
(Loss) before Tax	(3.60)	(0.68)		
Provision for Taxation: Current	Nil	Nil		
: Fringe Benefit	Nil	Nil		
Net (Loss) after Tax	(3.60)	(0.68)		

The current financial year is for 12 months period. Hence, the figures for the current financial year are not comparable with those of the previous year which was for the period from 21st September, 2010 (Date of Incorporation) to 30th June, 2011, i.e., 10 months. Your Company has incurred a net loss of Rs. 3.60 Lacs in the year ended 30th June, 2012.

Transfer of Shares

During the year under review, HCL Infosystems Limited, the Holding Company in terms of a Joint Venture agreement executed with Infrastructure Leasing and Financial Services Limited (IL&FS), transferred its 15% stake in the Company to IL&FS Environmental Infrastructure and Services Limited, the subsidiary of IL&FS. Consequently, the Company ceased to be the wholly owned subsidiary of the Company w.e.f. 29th August, 2011.

Business Outlook

Your Company proposes to engage in the business of providing e-services and other related services within the territorial jurisdiction of the Pimpri Chinchwad Municipal Corporation (PCMC) and to the citizens of PCMC. The business operations have not yet commenced.

Public Deposit

The Company has not accepted any deposits from the public.

Directors

Mr. Debashish Tripathy was appointed as an Additional Director of the Company with effect from 29th August, 2011 and was appointed as Director by the Shareholders at the Annual General Meeting of the Company on 2nd November, 2011.

Mr. Amanpreet Singh Bedi is appointed as Additional Director of the Company with effect from 18th July, 2012.

The Company has received notice from member of the Company, under section 257 of the Companies Act, 1956, proposing his appointment as Director of the Company, along with the requisite deposit.

Mr. Rajeev Asija ceased to be Director of the Company with effect from 18th July, 2012. The Board places on record its appreciation for the services rendered by them during their tenure with the Company.

In accordance with the Articles of Association of the Company, Mr. Alok Sahu, Director is retiring by rotation and being eligible, has offered himself for re-appointment.

Directors' Responsibility Statement

Pursuant to the requirement of Section 217(2AA) of the Companies Act, 1956, the Directors hereby confirm that:

- a. in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure;
- appropriate accounting policies have been selected and applied consistently, and that the judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 30th June, 2012 and of the loss of the Company for the said period;
- proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the annual accounts have been prepared on a going concern basis.

<u>Personnel</u>

There is no employee in the Company whose particulars are required to be furnished under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975.

Additional information in relation to Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo

During the year under review, there are no particulars to be furnished in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo and export initiative.

Auditors and Auditors' Report

M/s S.D. Chopra and Associates, Chartered Accountants, the auditors of the Company, retire at the forthcoming Annual General Meeting and being eligible offer themselves for reappointment. Your Directors recommend their reappointment.

The Notes to Accounts are self explanatory and therefore do not call for any further comments.

Acknowledgement

The Directors wish to place on record their appreciation for the continued co-operation the Company received from various departments of the Central and State Government and Bankers.

The Board also wishes to place on record its gratitude to the valued Customers, Members and business associates for their continued support and confidence reposed in the Company.

For and on Behalf of Board

Alon Sahn

Place: Noida

Date: 22nd August, 2012

Alok Sahu Chairman

S. D. CHOPRA & ASSOCIATES CHARTERED ACCOUNTANTS

512-B, MODI (HEMKUNT) TOWER, 98, NEHRU PLACE, NEW DELHI-110019 Ph. 26425422, 26425622

Auditor's Report

To
The Member of
Pimpri Chinchwad eServices Limited

- 1. We have audited the attached Balance Sheet of Pimpri Chinchwad eServices Limited as at 30th June, 2012 and also the profit and Loss account and Cash Flow for the year ended on that date, annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3. As required by the Companies (Auditor's Report) Order 2003 as amended by Companies (Auditor's Report) (Amendment) Order, 2004, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said order to the extent applicable to the company.
- 4. Further to our comments in the annexure referred in paragraph 3 above, we report that:
- a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b) In our opinion, proper books of account as required by law, have been kept by the Company so far as appears from our examination of those books.
- c) The Balance Sheet, Profit and Loss Account and cash flow statement dealt with by this report are in agreement with the books of account.
- d) In our opinion, the Balance Sheet, Profit and Loss Account and cash flow statement dealt with by this report comply with the mandatory Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.

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- e) On the basis of written representations received from the directors, as on 30th June, 2012, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 30th June, 2012 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) In our opinion, and to the best of our information and according to the explanations given to us and said account read together with notes thereon, give the information required by the Companies Act 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
- i) In the case of the Balance Sheet, of the state of affairs of the company as at 30th June, 2012,
- ii) In the case of the Profit and Loss Account, of the Loss for the year ended on that date, and
- iii) In the case of the Cash Flow statement, of the Cash Flow for the year ended on that date.

Place: Noida

Date: 22 08/2012

S. D. Chopra
Proprietor
Membership No. 82537
For and on behalf of
S. D. Chopra & Associates
Chartered Accountants

ANNEXURE TO THE AUDITOR'S REPORT OF PIMPRI CHINCHWAD eSERVICES LIMITED FOR THE YEAR ENDED 30th June, 2012.

(Referred to in paragraph 3 of our report even date)

- 1. In respect of its fixed assets:
- a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
- b) As explained to us, the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such physical verification.
- 2. The Company do not have any inventory at the end of the year.

3.

- a) The Company has not taken any loan secured or unsecured from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
- b) The Company has not granted any loan secured or unsecured from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
- 4. In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business. During the course of our audit, we have not observed any major weaknesses in internal controls
- 5. As explained to us there has not been any transaction during the year that need to be entered in the register maintained under section 301 of the companies Act, 1956
- 6. The company has not accepted fixed deposits from public.
- 7. There was no internal audit system in operation during the year. However, The company has internal control system which, in our opinion, is adequate in relation to the size of the company.
- 8. The Central Government has not prescribed the maintenance of the cost records of the company under section 209(1) (d) of the companies Act, 1956.
- 9. In respect of statutory dues:
- a) According to the records of the company, the company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, Investor education and protection fund, employees state insurance, Income tax, Sale tax, Wealth tax, Service tax, custom duty, Excise duty, Cess and other material statutory dues applicable to it.
- b) According to the information and explanation given to us, no undisputed amounts payable in respect of Income tax, Sale tax, Wealth tax, Service tax, Custom duty, Excise duty, and Cess were outstanding, as at 30th June, 2012 for the period of more than six months from the date they become payable.



- c) According to the information and explanation given to us, there are no dues of Sale tax, Income tax, Custom duty, Excise duty and Cess which have not been deposited on account of any dispute.
- 10. In our opinion, the accumulated losses of the company are more than 50% of its net worth and it has incurred cash losses in the financial year ended on that date and in the immediately preceding financial period.
- 11. Based on the examination of the Books of accounts and related records and according to the information and explanation given to us, the company has not defaulted in repayment of dues to the Banks.
- 12. The company has not granted loans and advances on the basis of securities by way of pledge of shares, debentures and other securities.
- 13. The company is not a chit fund, Nidhi or Mutual benefit society. Hence the requirement of items (xiii) of paragraph 4 of the order is not applicable to the company.
- 14. The company is not dealing or trading in shares, securities, debentures and other Investments.
- 15. The company has not given any guarantee for loans taken by others from banks or financial institutions.
- 16. The company has not raised any term loan during the Year .
- 17. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, in our opinion, there are no fund raised on a short term basis which has been used for long term investment and vice-versa.
- 18. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
- 19. The company has not issued any debenture during the year.
- 20. The company has not made any public issue during the year.

21. According to the information and explanations provided to us, no fraud on or by the company has been noticed or reported during the course the year.

Place: Noida
Date: 22/08/201-

S. D. Chopra
Proprietor
Membership No. 82537
For and on behalf of
S. D. Chopra & Associates
Chartered Accountants

Pimpri Chinchwad eServices Limited Balance Sheet as at June 30, 2012

	Notes	As at 30.06.2012 ₹/Lakhs	As at 30.06.2011 ₹/Lakhs
Equity and Liabilities:			
Shareholders' funds Share capital Reserves and surplus	1, 2	5.00 (4.28) 0.72	5.00 (0.68) 4.32
Current Liabilities Trade payables	4	0.22	0.22
Total equity and liabilities		0.94	4.54
Assets:			
Non Current Assets Fixed assets - Tangible assets	3	0.13	
Current Assets Cash and cash equivalents	5	0.81	4 54
Total Assets		0.94	4.54
Significant Accounting Policies Notes to Accounts	7 8		

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

For S D Chopra & Associates Firm Registration Number-03789N **Chartered Accountants**

S D Chopra Proprietor

Membership Number 82537

Place: Noida
Date: 22 | of | 2012

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

For and on behalf of the Board of Directors

Alok Sahu Director

fault law. Saurabh Kumar

Director

Pimpri Chinchwad eServices Limited Statement of Profit and Loss for the year ended June 30, 2012

	Notes	Year ende 30.06.201 ₹/Lakh	2	Period ended 30.06.2011 ₹/Lakhs
Revenue		() Editi	<u> </u>	17241115
Revenue from operations Other income		<u> </u>	 	· ·
Expenses				
Depreciation and amortization expense Other expenses	3 6	0.03 3.5 3.60	<u>-</u>	0.68
Profit/(Loss) before exceptional and extraordinary items and tax		(3.6))	(0.68)
Exceptional items			_	
Profit/(Loss) before extraordinary items and tax		(3.6))	(0.68)
Extraordinary items			_	-
Profit/(Loss) before tax		(3.6))	(0.68)
Tax expense - Current tax - Deferred tax			<u>.</u> .	
Profit/(Loss) for the period from continuing operations (a)		(3.6))	(0.68)
Profit/(loss) from discontinuing operations Tax expense of discontinuing operations Profit/(loss) for the period from discontinuing operations (b)		- -		· · · · · · · · · · · · · · · · · · ·
Profit for the period (a+b)		(3.6	<u>))</u>	(0.68)
Earning per equity share (in ₹) Basic (of ₹ 10/- each) Difuted (of ₹ 10/- each)		(7.2 ⁻ (7.2		(1.35) (1.35)
Significant Accounting Policies Notes to Accounts	7 8			

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

For S D Chopra & Associates Firm Registration Number-03789N **Chartered Accountants**

S D Chopra

Proprietor

Membership Number 82537

Place: Noida
Dated: 27/88/2012

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

For and on behalf of the Board of Directors

Alm Sah

Saurabh Kumar Director

Cash Flow Statement for the Year ended June 30 2012

Particulars	Year ended 30.06.2012	Period ended 30.06.2011
A. Cash Flow from Operating Activities:	₹/Lakhs	₹/Lakhs
Net Profit / (Loss) before Tax	(3.60)	(0.68)
Adjustments for : Depreciation	0.03	=
Operating Profit/(Loss) before working capital changes	(3.57)	(0.68)
Increase / (Decrease) in Trade Payables	-	0.22
Cash used in operations	(3.57)	(0.46)
Net Cash used in operating activities	(3.57)	(0.46)
B. Cash Flow from investing Activities :		
Sale/(Purchase) of Fixed Assets	(0.16)	
Net Cash generated from (used in) Investing Activities	(0.16)	
C. Cash Flow from Financing Activities :		
Share capital issued during the year		5.00
Net cash generated from (used in) financing activities		5.00
Net Increase/ (Decrease) in Cash & Cash Equivalents (A+B+C)	(3.73)	4.54
Cash & Cash Equivalents, beginning of the year	4.54	
Cash & Cash Equivalents, end of the year	0.81	4.54
Net Increase/ (Decrease) as disclosed above	(3.73)	4.54

- 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 the Companies Act, 1956.
- 2. Figures in brackets indicate cash outflow

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

For S. D. Chopra & Associates Firm Registration Number-03789N
Chartered Accountants
S. D. Chopra

Proprietor M. No. 82537

Place: Noida
Date: 22 | OP| 2012

For and on Behalf of Board of Directors

Director

Saurabh Kumar Director

Notes to the Balance Sheet as at June 30, 2012

	As at 30.06.2012 ₹/Lakhs	As at 30.06.2011 ₹/Lakhs
1- Share Capital		
AUTHORISED SHARE CAPITAL		
50,000 Equity Shares (P. Y. 50,000) of Rs.10/- each	5.00	5.00
TOTAL	5.00	5.00
ISSUED, SUBSCRIBED AND PAID UP SHARE CAPITAL		
50,000 Equity Shares (P. Y. 50,000) of Rs.10/- each Fully Paid Up	5.00	5.00
TOTAL	5.00	5.00
Notes:	As at	As at
	30.06.2012	30.06.2011
(i) Shares held by Holding Company	₹/Lakhs	₹/Lakhs
42,500 (2011- 50,000) Equity shares held by HCL Infosystems Limited, the Holding Company.	4.25	5.00

(ii) Terms and Right 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.

In the event of liquidation of the Company, the holders of equity share will be entitled to receive 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.

	As at 30.0	06.2012	As at 30.	06.2011
(iii) Shareholders Holding more than 5% of Shares Capital	No of Shares	% of shares	No of Shares	% of shares
(a) HCL Infosystems Limited	42,500	85.00	50,000	100.00
(b) IL&FS Environmental Infrastructure And Services Limited	7,500	15.00	-	-



Notes to the Balance Sheet as at June 30, 2012

2- Movement in Share Capital and Reserve and Surplus

2. morement or share dupiter and reserve		(₹ in Lakhs, except no. of shar		
Particulars	No. of Shares	Share Capital	Profit/(loss) Account	
As at July 1, 2010 Issue of equity shares Shares bought back during the year	50,000	5.00		
Profit/(Loss) for the year As at June 30, 2011	50,000	5.00	(0.68)	
As at July 1, 2011 Issue of equity shares Shares bought back during the year	50,000	5.00	(0.68)	
Profit/(Loss) for the year			(3.60)	
As at June 30, 2012	50,000	5.00	(4.28)	



Pimpri Chinchwad eServices Limited Notes to the Balance Sheet as at June 30, 2012

3- Fixed Assets

₹/Lakhs

	1	Gross	Block		Acci	imulated Deprec	iation / Amortisa	ation	Net B	lock
Particulars	As at 01/07/2011	Addition	Deletions	As at 30/06/2012	As at 01/07/2011	Addition	Deductions	As at 30/06/2012	As at 30/06/2012	As at 30/06/2011
Tangible Assets Computer	-	0.16	-	0.16		0.03	-	0.03	0.13	-
Total	-	0.16	-	0.16	-	0.03	-	0.03	0.13	-
Previous Year				_	_	_	-			÷

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Notes to the Balance Sheet as at June 30, 2012

	As at 30.06.2012 ₹/Lakhs	As at 30.06.2011 ₹/Lakhs
4- Trade Payables		
Trade Payables - Oustanding due to other than Micro and Small Enterprises	0.22	0.22
TOTAL	0.22	0.22
5- Cash And Cash Equivalents		
Balances with Banks - On Current Account	0.81	4.54
TOTAL	0.81	4.54
Pimpri Chinchwad eServices Limited Notes to the Statement of Profit and Loss for the year ended June 30, 2012	Year ended 30.06.2012 ₹/Lakhs	Period ended 30.06.2011 ₹/Lakhs
6 - Other Expenses		
Printing and Stationery Loop Maintenance charges Legal and Professional Preliminary Expenses	0.05 3.21 0.31	0.27 0.41
TOTAL	3.57	0.68



7. Significant Accounting Policies

1. Background

Pimpri Chinchwad eServices Limited (hereinafter referred as "the Company") was incorporated on September 21, 2010 as a wholly owned subsidiary of HCL Infosystems Limited to carry on the business of Electronic Services provider and other Internet Enabled Services including Consultancy, Networking, Trading, Advertising, Retailing, Promoting, Publishing and others, and to Buy, Lease, or otherwise Acquire, and to sell, Lease, or otherwise offer Web Server Space, either in India or outside India.

2. Basis of Accounting

The financial statements of the Company have been prepared and presented under the historical cost convention on the accrual basis of accounting in accordance with the accounting principles generally accepted in Indian and comply with the mandatory Accounting Standards notified under section 211(3C) of the Companies Act, 1956 and the relevant provisions of the Companies Act, 1956.

3. Fixed Assets

Fixed Assets are stated at cost less depreciation.

4. Depreciation

a) Depreciation has been calculated as under:

Depreciation on fixed assets is provided on a prorate basis using the straight-line method based on economic useful life determined by way of periodical technical evaluation.

Economic useful lives which are not exceeding those stipulated in Schedule XIV of the Companies Act, 1956 are as under

Computers 3 Years

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

5. Provisions and contingencies

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.



6. 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.

8. Notes to Accounts

Contingent Liabilities

Claims against the company not acknowledged as debts - Rs. Nil (2011- Rs. Nil).

- Estimated value of contracts capital account remaining to be executed and not provided for amount to Rs. Nil (2011- Rs. Nil)..
- 3. Based on the information available with the Company no enterprise has been identified which is covered under the micro, small and medium enterprises Development Act, 2006. The amount outstanding for the same as on June 30, 2012 is Rs.Nil (2011- Rs. Nil).

4. Remuneration to Auditors

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Amoun	II.S	111	τ .	Lakiis

	June 30, 2012	June 30, 2011
As Auditor (Including service tax)	0.22	0.22

5. Disclosure of related parties and related party transactions.

a. Holding Company

HCL Infosystems Limited (Holds 85% equity share capital of the Company)

b. Company having substantial interest

HCL Corporation Private limited (Formerly known as Guddu Investments (Pondi) Private Limited) due to substantial interest in voting power

c. Key Management Person

- Rajeev Asija
- Saurabh Kumar
- Alok Sahu
- · Debashish Tripathy

d. Summary of Related Party Transactions

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



Amounts in ₹ Lakhs

Transactions	Holding Company			
	30.06.2012 30.0			
Investment	-	5.00		
Reimbursement towards expenditure made	-	0. 41		

- The Company's business falls within a single primary business and geographical segment. Accordingly, pursuant to Accounting Standard (AS-17) on Segment Reporting notified under Section 211(3C) of the Companies Act, 1956, segment information is not required to be 6. disclosed.
- 7. The earning considered in ascertaining the Company's EPS represent profit for the period after tax. Basic EPS is computed and disclosed using the weighted average number of equity shares outstanding during the period.

Calculation of Earnings per share:

Particulars	30.06.2012	30.06.2011
Profit / (Loss) after tax (₹ in lakhs) Weighted average number of shares considered as outstanding in computation of Basic & Diluted	(3.60)	(0.68)
EPS	50,000	50,000
Earnings / (Loss) per share - Basic and Diluted (of Rs. 10/- each)	(7.20)	(1.35)

Figures for the previous period are from September 21, 2010, being the date of incorporation, to 8. June 30, 2011 and to that extent are not comparable with those for the current year. Previous period figures have been regrouped / rearranged to conform to current year presentation

As per our report on even date attached

For and on Behalf of Board of Directors

For S D Chopra & Associates Firm Registration Number-03789N **Chartered Accountants**

S D Chopra Proprietor

Membership No:82537

Place: NO10A Date: 2408/2016

Director

Saurabh Kumar Director