

**EMSAC ENGINEERING PRIVATE LIMITED**  
**CIN:U35900KA2008PTC044963**  
**Regd.Office: No.3 Gangadhar Chetty Road, Bangalore 560042**

**NOTICE TO THE MEMBERS**

Notice is hereby given that the 10<sup>th</sup> ANNUAL GENERAL MEETING of EMSAC Engineering Private Limited will be held on Thursday, the 27<sup>th</sup>, September 2018 at 4.00 pm at the Registered Office: No.3 Gangadharchetty Road, Bangalore 560042 to transact the following business:

**ORDINARY BUSINESS:**

**1. Adoption of Accounts**

To receive, consider and adopt the Audited Financial Statements for the year ended 31<sup>st</sup> March 2018 together with the Reports of the Directors and the Auditors thereon.

**2. Re-appointment of Mr. Kunal Sikka DIN:00902887**

To appoint a Director in place of Mr. Kunal Sikka (DIN: 05240807), who retires by rotation and being eligible offers himself for re-appointment

By order of the Board  
For EMSAC Engineering Private Limited  
Sd/-  
Kunal Sikka  
Director  
DIN: 05240807

Bangalore,  
07<sup>th</sup> August 2018

**NOTES:** Subject to the provisions of Section 105 of the Companies Act, 2013 and Companies [Management and Administration] Rules, 2014, **A member entitled to attend and vote is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the company.** The proxy form duly completed and signed should reach the company's registered office at least 48 hours before the time scheduled for the meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the company carrying voting rights. A member holding more than 10 %t of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder

## DIRECTORS' REPORT

To the Members,

The Directors submit annual Report along with the audited financial statements for the financial year ended 31st March 2018.

### 1.FINANCIAL HIGHLIGHTS

(IN Rs.)

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Total Income	24,277	2,22,891
Profit (Loss) before Tax and Depreciation	(17,973)	64,665
Provision for Taxes	-	21,807
Depreciation	-	-
Profit (Loss) for the Year After Tax and Depreciation	(17,973)	42,858
Earnings per Share (in Rs.)	(0.04)	0.09

### 2. DIVIDEND

The Directors of your Company do not recommend any dividend for the year.

### 3.TRANSFER TO RESERVE

The Company has accounted Reserves & Surplus Rs.(5,289)/- [Pr. year Rs.12,685/-].

### 4.DIRECTORS RESPONSIBILITY STATEMENT.

Pursuant to the provisions of Section 134(5) of the Companies Act 2013, the Directors' Responsibility Statement is given hereunder:

- in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures if any;
- they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the Financial year and of the profit and loss of the company for that period;
- they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- they have prepared the annual accounts on a going concern basis ;
- they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### 5.BOARD MEETINGS

The Board of Directors met 5 times during this Financial Year, 07<sup>th</sup> April 2017, 25<sup>th</sup> May 2017, 02<sup>nd</sup> August 2017, 10<sup>th</sup> November 2017 and 31<sup>st</sup> January 2018.

### 6.DIRECTORS and KEY MANAGERIAL PERSONNEL

Mr.Kunal Sikka DIN 05240807 retires by rotation at the ensuing Annual General Meeting and is eligible for re-appointment. Director has given his consent letters and disclosures for his eligibility to act as Director of the Company. The Board recommends the same for reappointment.

.Otherwise all Directors have given their disclosures of their eligibility to act as Directors of the Company in the first Board Meeting held on 07<sup>th</sup> April 2017. No Sitting fees paid during the year.

There were no other changes in the Directors and Key Managerial Personnel of the Company.

### 07. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

There were no material transaction in respect to loans, guarantees and investments by the Company.

### 08. TRANSACTIONS WITH RELATED PARTIES

During the year, pursuant to Section 188 (1)(d), The Company has not entered into any material contracts or arrangement or transactions with its related parties during the year..

### 09. COMPANY AFFAIRS

While there was a decline in sales compared to previous year due to slowdown in the economy. The company having positive approach and expected to rebound and registered its stability in forth coming year. The Company has utilized this phase to realign its internal working system, particularly with focus on manpower productivity and training. There has been no significant change in the nature of business during the year and as such status quo continued.

Transfer of Shares: The company in its Board Meeting held on 10th March 2017, received consent letter from M/s. Elektronik systement wicklung, dt:01<sup>st</sup> March 2017, intending to transfer 2,45,000 Equity shares to existing member M/s.Sika Interplant Systems Ltd (Sika). This was duly approved. Further to meet the legal requirement of having two shareholders, Mr.Kunal Sikka has been nominated as shareholder having beneficial interest, for having one share in the Company. The Company accordingly completed all legal duties on transfers.

### 10. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGOINGS DURING THE YEAR.

The operations of the Company are not energy intensive. However, adequate measures have been taken to conserve and reduce the energy consumption.

There were no foreign exchange inflow or outflow during the period .

**11. EXTRACT OF ANNUAL RETURN**

As provided under section 92(3) of the Act, the extract of annual return is given in Annexure –I, in the prescribed Form MGT-9, which forms part of this report

**12. RISK MANAGEMENT**

There was no significant risk indicated by the management.

**13. FIXED DEPOSITS**

The Company has not accepted fixed deposits and as such no amount was outstanding as on the date of the Balance Sheet.

**14. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The details in respect of internal financial control and their adequacy have been duly considered by the management, commensurate with the scope and prerequisite of the Company.

**15. AUDITORS**

M/s. K. Srirangarajan & Associates Chartered Accountants, FRN:004067S , Bangalore, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013. Further, to hold office for five years , from the conclusion of this AGM and that the Board of Directors be are hereby authorized to fix such remuneration as decided by Board in consultation with the Auditors.”

In respect of the financial year 2017-18, there are no qualification(s) or reservation(s) or adverse remark(s) or disclaimer(s) specified in the Audit reports, Hence explanations or comments on the same do not become applicable.

**16. EMPLOYEES REMUNERATION**

There were no employees abiding with Section 197. Therefore information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable.

**17. ACKNOWLEDGEMENT**

The Board of Directors thanks the Shareholders, Authorised Dealers, Employees, Bankers and Government agencies for their continued patronage and support.

Bangalore 07<sup>th</sup> August 2018

By order of the Board  
For EMSAC Engineering Private Limited  
Sd/- Sd/-  
Rajeev Sikka Kunal Sikka  
Director, DIN: 00902887 Director, DIN: 05240807

ANNEXURE – I – to the Board's Report  
EXTRACT OF ANNUAL RETURN – MGT9  
[Pursuant to sec 92(3) of Companies Act 2013 and rule 12(1) of Companies (Management and Administration) Rules, 2014]  
As on the Financial Year ended 31<sup>st</sup> March 2018

**I. REGISTRATION AND OTHER DETAILS:**

- |  |   |
|--|---|
| 1. CIN   | :U35900KA2008PTC044963  |
| 2. Registration Date   | :16 <sup>th</sup> January 2008  |
| 3. Name of the Company   | :EMSAC Engineering Private Limited  |
| 4. Category / Sub category of the Company                                    | :Private Company and Limited by Shares                                      |
| 5. Address of the Registered office and Contract details                     | : No.3 Gangadhar Chetty Road,<br>Bangalore 560042.<br>Phone No.080 49299144 |
| 6. Whether listed company  | : No  |
| 7. Name, Address and Contact details of Registrar and Transfer Agent, if any | : No  |

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

All the business activities contributing 10% or more of the total turnover of the Company shall be state:-

Sl.No.	Name and Description of main products / services	NIC Code of the Product / Services	% to total turnover of the Company
01	Design and development services of software applications including customized and packaged software	99831413	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :-**

Sl.No.	Name and Address of the Company	CIN/ GLN	Holding / Subsidiary/ Associate	% of Shares held	Applicable Section
1.	Sika Interplant Systems Limited	L29190KA1985PLC007363	Holding	100%	2(87)
	-	-	-	-	-

**IV. SHARE HOLDING PATTERN [Equity Share Capital Breakup as percentage of Total Equity]**

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Dem at	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF					0	1	1	0.001%	0.001%
b) Central Govt.									
c) State Govt(s).									
d) Bodies Corp.	0	255000	255000	51%	0	499999	499999	99.999%	48.999%
e) Banks/FI									
f) Any other...									
<b>Sub Total A(1)..</b>	<b>0</b>	<b>255000</b>	<b>255000</b>	<b>51%</b>	<b>0</b>	<b>499999</b>	<b>499999</b>	<b>99.999%</b>	<b>49%</b>

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total Shares	
<b>(2)Foreign</b>									
a)NRIs-Individuals									
b)Other Individuals									
c)Bodies Corp.	0	245000	245000	49%	0	0	0		(49%)
d)Banks / FI									
e) Any Other..									
<b>Sub Total A(2)..</b>	<b>0</b>	<b>245000</b>	<b>245000</b>	<b>49%</b>	<b>0</b>	<b>0</b>	<b>0</b>		<b>(49%)</b>
<b>Total Share holding of Promoter (A)= (A)(1)+(A)(2)</b>									
<b>B.Public Share holding</b>									
<b>1.Institution</b>									
a)Mutual Funds									
b)Bank / FI									
c)State Govt(s).									
e) Venture Capital Funds					Nil				
f)Insurance Companies									
g) FIs									
h)Foreign Capital Funds									
i)Others (specify)									
<b>Sub-total(b)(1):-</b>									
<b>2.Non-Institutions</b>									
a)Bodies Corp.									
i)Indian									
ii)Overseas									
b)Individuals									
i)Individual Shareholders holding nominal share capital up to Rs.1 Lakh					Nil				
ii) Individual Shareholders holding nominal share capital in excess of Rs.1 Lakh									
c)Others (specify)									
<b>Sub-total(B)(2):-</b>									
<b>Total Share holding of Promoter (A)= (B)(1)+(B)(2)</b>									
C. Shares held by Custodian for GDRs & ADRs				Nil					
<b>Grand Total [A+B+C]</b>	<b>0</b>	<b>500000</b>	<b>500000</b>	<b>100%</b>	<b>0</b>	<b>500000</b>	<b>500000</b>	<b>100%</b>	

ii) Shareholding of Promoters

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
1	Sika Interplant Systems Limited	255,000	51%	Nil	4,99,999	99.999%	Nil	48.999%
2	Maccon Elektronik systement wicklung	245,000	49%	Nil	0	0	-	-
3	Kunal Sikka Nominee shareholder	0	0	-	1	0.001%	Nil	0.001%
	<b>Total</b>	<b>500,000</b>	<b>100%</b>		<b>500,000</b>	<b>100%</b>		<b>49%</b>

iii) Change in Promoters' Shareholding (Please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	<b>Sika Interplant Systems Limited</b>				
	At the beginning of the year	255,000	51%	4,99,999	99.999%
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease [eg allotment/ transfer/ bonus/ sweat equity etc):	Increased 245,000 dt:07-04-2017	49.999%		
	At the End of the year	4,99,999	99.999%	4,99,999	99.999%
2.	<b>Maccon Elektronik systement wicklung</b>				
	At the beginning of the year	245,000	49%	0	0
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease [eg allotment/ transfer/ bonus/ sweat equity etc):	Decrease 245,000 Dt:07-04-2017	49%	0	0
	At the End of the year	0	0	0	0
3.	<b>Mr.Kunal Sikka</b>				
	At the beginning of the year	0	0	0	0
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease [eg allotment/ transfer/ bonus/ sweat equity etc):		-6-	Increased 1 dt:07-04-2017	0.001%
	At the End of the year	1	0.001%	1	0.001%

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	<b>For Each of the Top 10 Shareholders</b>				
1.	<b>Sika Interplant Systems Limited</b>				
	At the beginning of the year	255,000	51%	4,99,999	99.999%
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease [eg allotment/ transfer/ bonus/ sweat equity etc):	Increased 245,000 dt:07-04-2017	49.999%		
	At the End of the year	4,99,999	99.999%	4,99,999	99.999%
2.	<b>Maccon Elektronik systement wicklung</b>				
	At the beginning of the year	245,000	49%	0	0
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease [eg allotment/ transfer/ bonus/ sweat equity etc):	Decrease 245,000 Dt:07-04-2017	49%	0	0
	At the End of the year	0	0	0	0
3.	<b>Mr.Kunal Sikka</b>				
	At the beginning of the year	0	0	0	0
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease [eg allotment/ transfer/ bonus/ sweat equity etc):			Increased 1 dt:07-04-2017	0.001%
	At the End of the year	1	0.001%	1	0.001%

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	<b>For Each of the Directors and KMP</b>				
1.	<b>Mr.Kunal Sikka</b>				
	At the beginning of the year	0	0	0	0
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease [eg allotment/ transfer/ bonus/ sweat equity etc):		-7-	Increased 1 dt:07-04-2017	0.001%
	At the End of the year	1	0.001%	1	0.001%

## V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/ accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
(i) Principal Amount				
(ii) Interest due but not paid				
(iii) Interest accrued but not due				
<b>Total (i)+(ii)+(iii)</b>				
<b>Change in Indebtedness during the financial year</b>			NIL	
Addition				
Reduction				
<b>Net Change</b>				
<b>Indebtedness at the end of the financial year</b>				
(i) Principal Amount				
(ii) Interest due but not paid				
(iii) Interest accrued but not due				
<b>Total (i)+(ii)+(iii)</b>				

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and /or Manager

Sl. No.	Particular of Remuneration	Name of MD/WTD/Manager			Total Amount
		MD	WTD	Manager	
1	Gross Salary				
	(a) Salary as per provisions contained in Sec.17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary u/s 17(3) Income tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission			NIL	
	- as % of Profit				
	- Others, specify...				
5	Others, please specify				
	Total (A)				
	Ceiling as per the Act				

B. Remuneration to other directors:

Sl. No.	Particular of Remuneration	Name of Directors	Total Amount
1	Independent Directors		
	- Fee for attending board Committee meetings		
	- Commission		
	- Others, please specify		
	Total (1)		
2	Other Non-Executive Directors		
	- Fee for attending board Committee meetings	-8-	
	- Commission		
	- Others, please specify		
	Total (2)		
	Total (B) = (1+2)		
	Total managerial Remuneration		
	Overall Ceiling as per the Act		



C.REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particular of Remuneration	Key Managerial Personnel			Total Amount
		CEO	Company Secretary	CFO	
1	Gross Salary				
	(a)Salary as per provisions contained in Sec.17(1) of the Income-tax Act, 1961				
	(b)Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c)Profits in lieu of salary u/s 17(3) Income tax Act, 1961				
2	Stock Option		NIL		
3	Sweat Equity				
4	Commission				
	- as % of Profit				
	- Others, specify...				
5	Others, please specify				

VII.PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A.COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B.DIRECTORS</b>			NIL		
Penalty					
Punishment					
Compounding					
<b>C.OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

## INDEPENDENT AUDITORS REPORT

To The Members of EMSAC ENGINEERING PRIVATE LIMITED

### Report on the Financial Statements

We have audited the accompanying financial statements of EMSAC ENGINEERING PRIVATE LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, 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

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 that 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 u/s 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 maintenances of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, 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.



## Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified u/s 143[10] of the Act. Those Standards 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.

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 auditor's judgement, 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 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 Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Audit Opinion on the financial statements.



## Opinion

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 31st March, 2018 and its profit/loss and its cash flows for the year ended on that date.

## Report on Other-Legal and Regulatory Requirements

1. As required by the Companies ( Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure -A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. Further to our comments in the annexure, as required by Sec. 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 u/s. 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 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Sec.164[2] of the Act.
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure - B'



g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies [Audit and Auditors] Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us.

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

For M/s. K. SRIRANGARAJAN & ASSOCIATES.,

Chartered Accountants

FRN : 004067S



Date:30/05/2018

Place: Bangalore

CA.K.SRIRANGARAJAN

Proprietor

M.No.026104

## **'Annexure - A' to the Auditor's report**

(Referred to in paragraph (1) under 'Report on other legal and regulatory requirements' of our report of even date)

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we report the following:

### **1. FIXED ASSETS**

The Company has no Fixed Assets and therefore Paragraph 3(i)(a), 3(i)(b) and 3(i)(c) of CARO is not applicable.

### **2. INVENTORY**

The nature of transactions of the Company is service oriented and it does not hold any Inventory. Paragraph 3(ii)(a) and 3(ii)(b) are not applicable to the Company.

### **3. CONTRACTS OR ARRANGEMENTS ENTERED WHERE DIRECTORS ARE INTERESTED**

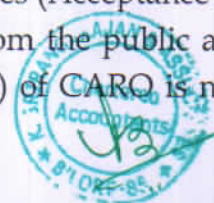
The Company has not granted loans, secured or unsecured, to companies, firms, LLP's or other parties covered in the register maintained u/s.189 of the Act Paragraph 3(iii)(a), 3(iii)(b) and 3(iii)(c) are not applicable to the Company.

### **4. LOANS, INVESTMENTS, GUARANTEES AND SECURITY PROVIDED TO DIRECTORS OR RELATIVES OF DIRECTORS OR DIRECTOR INTERESTED CONCERNS**

The Company has not given any given loans / investments / guarantees and security to which the provisions of S.185 and 186 of the Act apply.

### **5. DEPOSITS**

The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of S.73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regards to the deposit accepted from the public are not applicable. Hence paragraph 3 (v)(a), 3(v)(b) and 3(v)(c) of CARO is not applicable to the Company.



## 6. COST RECORDS

The Central Government has not prescribed maintenance of cost records u/s 148(1) of the Act for any of the products/services of the Company. Thus, paragraph 3(vi) of CARO is not applicable to the Company

## 7. STATUTORY DUES

(a) Undisputed statutory dues including PF, or ESI, income-tax, sales-tax, service tax, duty of custom, duty of excise, VAT, cess have been regularly deposited by the Company with the appropriate authorities in all cases during the year.

b. There are no dues of income tax, sales tax, service tax, customs duty, excise duty and VAT which have not been deposited on account of any dispute.

## 8. REPAYMENT OF DUES TO BANKS OR FINANCIAL INSTITUTIONS

The Company had no loans from a Financial Institution or Bank or Government or dues to Debenture holders & therefore paragraph 3(viii) is not applicable to the Company

## 9. INITIAL PUBLIC OFFER AND TERM LOANS

The Company has not raised any moneys by way of Initial Public Offer/Further Public Offer and term loans during the year. Paragraph 3(ix) of the Order is therefore not applicable to the Company.

## 10. FRAUD

Based upon the audit procedures performed, we report that no fraud by the Company and no fraud on the Company by; its officers/employees has been noticed or reported during the course of our audit.

## 11. MANAGERIAL REMUNERATION

The Company has not paid / provided Managerial Remuneration during the Year. Para 3(xi) of the CARO is therefore not applicable to the Company.

## 12. NIDHI COMPANY

The Company is not a Nidhi Co. and therefore clause 3(xii) of the CARO is not applicable to the Company.



### 13. RELATED PARTY TRANSACTIONS

In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statement as required by the applicable accounting standards.

### 14. PREFERENTIAL ALLOTMENT OR PRIVATE PLACEMENT OF SHARES AND ITS UTILISATION

The Company has not made any preferential allotment / private placement of shares during the year and therefore clause 3(xiv) of the CARO is not applicable to the Company.

### 15. NON-CASH TRANSACTIONS WITH DIRECTORS OR DIRECTOR'S RELATIVES

The Company has not entered into any non-cash transactions with directors/persons connected with him as stipulated u/s.192 of the Act. Clause 3(xv) of the CARO is therefore not applicable to the Company.

### 16. REGISTRATION U/S 45 IA OF THE RBI ACT, 1934

In our opinion, the Company is not required to be registered u/s 45-IA of the Reserve Bank of India Act, 1934. Clause 3(xvi) of the CARO is therefore not applicable to the Company.

For M/s. K. SRIRANGARAJAN & ASSOCIATES.,

Chartered Accountants

FRN: 004067S



Date: 30/05/2018

Place: Bangalore

CA.K.SRIRANGARAJAN

Proprietor

M.No.026104



**'Annexure - B' to the Independent Auditor's Report of Even Date On The  
Financial Statements of EMSAC ENGINEERING PRIVATE LIMITED**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of  
Section 143 of the Companies Act, 2013 ('the Act')**

We have audited the internal financial controls over financial reporting of EMSAC ENGINEERING PRIVATE LIMITED ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Standards and Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on assessed risk. The procedures selected depend on the auditor's judgement,



including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018.

For M/s. K. SRIRANGARAJAN & ASSOCIATES.,

Chartered Accountants

FRN : 004067S



CA.K.SRIRANGARAJAN

Proprietor

M.No.026104

Date: 30/05/2018

Place: Bangalore

BALANCE SHEET AS AT 31ST MARCH 2018

(In Rs.)

Particulars	Note No.	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of Previous reporting period 31-03-2017	Figures as at the end of Previous reporting period 31-03-2016
<b>ASSETS</b>				
<b>Non-current assets</b>				
(a)Property, Plant and Equipment	-	-	-	-
(b)Capital work-in-progress	-	-	-	-
(c)Investment Property	-	-	-	-
(d)Goodwill	-	-	-	-
(e)Other Intangible assets	-	-	-	-
(f)Intangible assets under development	-	-	-	-
(g)Biological Assets other than bearer plants	-	-	-	-
(h)Financial Assets	-	-	-	-
(i)Long Term Loans & Advances				
i. Investments	-	-	-	-
ii. Trade receivables	-	-	-	-
iii. Loans	-	-	-	-
iv. Others	2	10,525	10,525	10,525
(j)Deferred tax assets (net)	-	-	-	-
(k)Other non-current assets	-	-	-	-
<b>Current assets</b>				
(a)Inventories	-	-	-	-
(b)Financial Assets				
i. Investments	-	-	-	-
ii. Trade receivables	-	-	-	2,90,000
iii. Cash and Cash equivalents with bank	3	2,57,359	3,05,475	12,23,649
v. Loans	-	-	-	-
vi. Others	-	-	-	-
(c)Short-term Loans, Advances	4	2,38,628	2,47,806	2,66,237
(d)Current Tax Assets(Net)	-	-	-	-
(e)Other current assets	-	-	-	-
<b>Total Assets</b>		<b>5,06,512</b>	<b>5,63,806</b>	<b>17,90,411</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a)Equity Share Capital	5	5,00,000	5,00,000	5,00,000
(b)Reserves and Surplus		(5,289)	12,685	(30,147)
<b>Liabilities</b>				
<b>Non-current Liabilities</b>				
(a)Financial Liabilities				
i. Borrowings	-	-	-	-
ii. Trade payables	-	-	-	-
iii. Other financial Liabilities	-	-	-	-
(b)Provisions	-	-	-	-
(c)Deferred tax Liabilities(Net)	-	-	-	(1,824)
(d)Other non-current liabilities	-	-	-	-
<b>Current Liabilities</b>				
(a)Financial Liabilities				
i. Borrowings	-	-	-	-
ii. Trade payables	-	-	-	7,05,800
iii. Other financial Liabilities	-	-	-	-
(b)Other current Liabilities	-	-	-	-
(c)Provisions	6	11,800	51,121	6,16,582.00
(d)Current Tax Liabilities(Net)	-	-	-	-
<b>Total Equity and Liabilities</b>		<b>5,06,511</b>	<b>5,63,806</b>	<b>17,90,411</b>

Significant accounting policies

1

Notes to accounts

The notes referred to above form an integral part of the financial statements. This is the Balance Sheet referred to in our report of even date.

For

Chartered Accountants


FRN: Name of Audit Firm


For K.SRIRANGARAJAN & ASSOCIATES

Chartered Accountants

FRN: 0040675

K. SRIRANGARAJAN  
Proprietor  
Membership No. 026104

  
Rajeev Sikka  
Director  
DIN: 00902887

  
Kunal Sikka  
Director  
DIN: 05240807

Place: Bangalore  
Date: 30th May 2018

**EMSAC ENGINEERING PRIVATE LIMITED**  
CIN - U35900KA2008PTCO44963  
NO.3, GANGADHAR CHETTY ROAD BANGALORE KA 560042 IN

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2018**

(In Rs.)

Particulars	Note No.	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
<b>REVENUE</b>				
Revenue from Operations	7	-	-	37,10,715
Other Income	8	24,277	2,22,891	41,455
<b>Total Revenue</b>		<b>24,277</b>	<b>2,22,891</b>	<b>37,52,170</b>
<b>EXPENSES</b>				
Finance costs	9	2,508	3,127	12,832
Other Expenses	10	39,742	1,55,099	12,32,777
Cost of Purchases	11	-	-	14,03,215
Employee benefit expenses	12	-	-	26,63,424
Depreciation		-	-	1,15,846
<b>Total Expenses</b>		<b>42,250</b>	<b>1,58,226</b>	<b>54,28,094</b>
<b>Profit/(Loss) before exceptional &amp; extraordinary items &amp; tax</b>		<b>(17,973)</b>	<b>64,665</b>	<b>(16,75,924)</b>
Exceptional items		-	-	-
<b>Profit/(Loss) before extraordinary items &amp; tax</b>		<b>(17,973)</b>	<b>64,665</b>	<b>(16,75,924)</b>
Extraordinary items		-	-	-
<b>Profit/(Loss) before tax</b>		<b>-</b>	<b>64,665</b>	<b>(16,75,924)</b>
Less: Tax expenses				
Current tax		-	19,983	-
Tax expense for earlier years		-	-	-
Deferred tax		-	1,824	(31,076)
<b>Other Comprehensive Income, Net off Income Tax</b>		<b>-</b>		
A.Items that will not be reclassified to Profit & Loss		-	-	-
Exchange Gain / (Loss) due to translation		-	-	-
B.Items that will be reclassified to Profit & Loss		-	-	-
<b>Total Comprehensive Income, Net of Income Tax</b>		<b>-</b>		
<b>Profit/(Loss) for the period</b>		<b>(17,973)</b>	<b>42,858</b>	<b>(16,44,848)</b>
<b>Earnings per equity share</b>				
Basic and Diluted		<b>(0.04)</b>	<b>0.09</b>	<b>(3.29)</b>
Weighted no of shares				
Diluted		<b>(0.04)</b>	<b>0.09</b>	<b>(3.29)</b>
Weighted no of shares				
Significant accounting policies	1			
Notes to accounts	2 to 12			

The notes referred to above form an integral part of the financial statements.  
This is the Statement of Profit & Loss referred to in our report of even date.

For **K.SRIRANGARAJAN & ASSOCIATES**

Chartered Accountants

FRN: 004067S

K. SRIRANGARAJAN

Proprietor

Membership No. 026104

For and on behalf of the Board of Directors



Rajeev Sikka

Director

DIN: 00902887



Kunal Sikka

Director

DIN: 05240807

Place: Bangalore

Date: 30th May 2018

EMSAC ENGINEERING PRIVATE LIMITED  
CIN-U35900KA2008PTC044963  
NO.3, GANGADHAR CHETTY ROAD BANGALORE KA 560042 IN

NOTES TO THE FINANCIAL STATEMENTS AS AT 31<sup>ST</sup> MARCH, 2018

NOTE 2-Other Long Term Loans and Advances

Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of Previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
Sales Tax Deposit	10,525	10,525	10,525
<b>Total</b>	<b>10,525</b>	<b>10,525</b>	<b>10,525</b>

NOTE -3-Cash & Bank Balances

Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of Previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
Cash on hand	578	2,378	180
<b>Balances with Banks</b>			
Bank balance	25,767	53,909	11,23,469
Fixed Deposit with Bank	2,31,014	2,49,188	1,00,000
<b>Total</b>	<b>2,57,959</b>	<b>3,05,475</b>	<b>12,23,649</b>

Notes:

i) Balances with bank include deposits with remaining maturity of less than 12 months from the balance sheet date

ii) Balances with bank held as Margin Money deposits against guarantees

Cash and cash equivalents as on 31st March 2018 and 31st March 2017 include restricted cash balances of INR 2,31,014/- and INR 2,49,188/- respectively. The restrictions are on account of deposits held as Margin deposits against guarantees and bank balances in unpaid dividend accounts.

NOTE 4-Other current assets

Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of Previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
<b>unsecured</b>			
TDS and Advance Tax	8,441	17,619	-
Service tax / GST Input tax	2,30,187	2,30,187	-
<b>Total</b>	<b>2,38,628</b>	<b>2,47,806</b>	<b>-</b>

NOTE-5-Share Capital

Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of Previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
Authorized Share Capital (5,00,000 Equity Shares of Re.1/- each) (Previous Year 5,00,000 Equity Shares of Re. 1/- each)	5,00,000	5,00,000	5,00,000
Issued and subscribed and paid up capital (5,00,000 Equity Shares of Re.1/- each)	5,00,000	5,00,000	5,00,000
<b>TOTAL</b>	<b>5,00,000</b>	<b>5,00,000</b>	<b>5,00,000</b>



Equity Shares with Voting Rights			
Sika Interplant Systems Limited (5,00,000 Equity Shares of Rs.1/- each fully paid up) (previous year 5,00,000 shares of Re. 1/- each )			
Sika Interplant Systems			
No of shares	4,99,999	2,55,000	2,55,000
% held	100%	51%	51%
Kunal Sikka -Nominee of Sika Interplant Systems			
No of shares	1	0	0
% held	0.00%	0.00%	0.00%
MECCON GMBH Garmeney			
No of shares	0	245000	245000
% Held	0.00%	49.00%	49.00%
<b>Total</b>	<b>5,00,000</b>	<b>5,00,000</b>	<b>5,00,000</b>
Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of Previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
<b>RESERVES AND SURPLUS</b>			
Opening Balance of Profit & Loss Account Add/Less:	12,684	(30,174)	16,14,701
Profit transferred during the year	(17,973)	64,665	(16,75,924)
LESS:			
Current Tax	-	19,983	-
Deferred Tax	-	1,824	(31,076)
<b>Total</b>	<b>(5,289)</b>	<b>12,685</b>	<b>(30,147)</b>

(a) Reconciliation of number of Shares outstanding at the beginning & at the end of the reporting period

Particulars	Figures as at the end of current reporting period	Figures as at the end of Previous reporting period	Figures as at the end of previous
Shares outstanding at the beginning	5,00,000	5,00,000	5,00,000
Shares issued during the period	-	-	-
Capital Reduction during the Period	-	-	-
Shares outstanding at the end	5,00,000	5,00,000	5,00,000

(b) The Company has only one class of shares ("Equity Shares"), having a face value of Re. 1 each.

(c) Shares in company held by each shareholders holding > 5% shares specifying number of shares held

Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of Previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
Sika Interplant Systems Limited			
No of shares	4,99,999	2,55,000	2,55,000
% Held	100	51	51
kunal sikka- Nominee of Sika Interplant Systems			
No of shares	1	-	-
% Held	-	-	-
MECCON GMBH Garmeney			
No of shares	-	2,45,000.00	2,45,000.00
% Held	-	49	49
<b>Total</b>	<b>5,00,000</b>	<b>5,00,000</b>	<b>5,00,000</b>



- (d) No shares are reserved for issue under options or contracts/commitments for the sale of shares/ dis-investment.  
(e) There are no calls unpaid by directors or officers of the company.

(f) Details of Shares held by Holding Company

Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of Previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
Sika Interplant Systems Limited			
No of shares	4,99,999	2,55,000	2,55,000
% Held	100	51	51
<b>Total</b>	<b>4,99,999</b>	<b>2,55,000</b>	<b>2,55,000</b>

NOTE :6-Trade Payables

Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of Previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
Dues to Trade Payables- Others	-	7,05,800	7,05,800
<b>Total</b>	<b>-</b>	<b>7,05,800</b>	<b>7,05,800</b>

Note: Balances of trade payables and classification of MSME are subject to confirmation by the concerned parties.

NOTE :6-Current Provisions

Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of Previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
<b>Provision for employee benefits</b>			
Leave Encashment	-	-	34,888
Short-term provisions	11,800	11,888	-
Audit Fees Payable	-	19,983	-
Provision for Taxation	-	19,250	5,500
Professional Charges Payable	-	-	1,03,430
Bonus payable	-	-	1,12,820
Other Provision	-	-	1,000
PT payable	-	-	2,33,100
Tax payable	-	-	1,25,280
Service Tax Payable	-	-	564
Salut Tax Payable	-	-	-
<b>Provision for Others</b>			
Provision for Income Tax (Net of taxes paid)	-	-	-
<b>Total</b>	<b>11,800</b>	<b>51,121</b>	<b>6,16,982</b>



**EMSAC ENGINEERING PRIVATE LIMITED**  
**CIN -U35900KA2008PTC044963**  
**NO.3, GANGADHAR CHETTY ROAD BANGALORE KA 560042 IN**

**NOTES TO THE FINANCIAL STATEMENTS AS AT 31<sup>ST</sup> MARCH , 2018**

**NOTE :7-Revenue From Operations**

Particulars	Figures as at the end of current reporting period 31- 03-2018	Figures as at the end of previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
Sale of Engineering Products	-	-	21,21,917
Sale of Services	-	-	15,88,798
<b>Total</b>	-	-	<b>37,10,715</b>

**NOTE:-8 Other Income**

Particulars	Figures as at the end of current reporting period 31- 03-2018	Figures as at the end of previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
Interest Received	24,277	11,680	31,205
Subsidy Received	-	90,000	10,250
Remission of liability	-	1,21,211	-
<b>Total</b>	<b>24,277</b>	<b>2,22,891</b>	<b>41,455</b>

**NOTE:-9 Finance Costs**

Particulars	Figures as at the end of current reporting period 31- 03-2018	Figures as at the end of previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
Bank Charges	314	3,127	9,008
Interest Expense	2,194	-	3,824
<b>Total</b>	<b>2,508</b>	<b>3,127</b>	<b>12,832</b>





**NOTE:- 10 Other Expenses**

Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
<b>Establishment Expenses</b>			
AMC Charges	-	-	31,319
Professional & Consultancy Charges	11,692	1,27,340	6,42,250
Exchange fluctuation account	-	-	14,959.00
Insurance charges	-	-	6,142.00
Electricity & Water charges	-	-	36,000
Loss on sale of Asset	-	-	2,006.00
Office & Computer Maintenance	-	-	10,166.00
Postage & Courier	-	-	971.00
Printing & Stationery	-	-	28,596.00
Repairs and Maintenance	-	-	33,365.00
Rent Paid	-	-	2,32,380.00
Security Charges	-	-	36,000.00
Telephone Charges	-	-	36,350.00
Travelling expenses	-	-	39,797.00
Rates & taxes	13,450	12,084	44,002.00
Filing Charges	2,800	4,175	3,586.00
Statutory Audit Fees	-	-	34,888.00
Audit Fees	11,800	11,500	-
<b>Total</b>	<b>39,742</b>	<b>1,55,099</b>	<b>12,32,777</b>

**NOTE:- 11 Cost of material and consumables**

Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
Opening Stock	-	-	-
Purchases	-	-	14,03,215
Closing Stock	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>14,03,215</b>

**NOTE:- 12 Employee Benefits Expense**

Particulars	Figures as at the end of current reporting period 31-03-2018	Figures as at the end of previous reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
Salaries & Wages	-	-	19,65,837
Bonus	-	-	95,039
Ex-Gratia	-	-	5,60,548
Staff Welfare Expenses	-	-	27,000
Director remuneration	0	0	15,000
<b>Total</b>	<b>-</b>	<b>-</b>	<b>26,63,424</b>

**Note 13** - The information required to be disclosed under the Micro, Small, Medium enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. There are no over dues to parties on account of principal amount and / or interest and accordingly no additional disclosures have been made.



## EMSAC ENGINEERING PVT LTD

### 1. SIGNIFICANT ACCOUNTING POLICIES

#### a) Basis of Preparation

The financial statements are prepared under the historical cost convention on the accrual basis of accounting and materially comply with the mandatory accounting standards and statements issued by the Institute of Chartered Accountants of India.

#### b) Fixed Assets and Depreciation

Fixed assets are stated at cost less depreciation. Depreciation on Fixed Assets is provided based on useful life of the asset as per Schedule II to Companies Act, 2013.

#### c) Investment Accounting Policy

Non Current investments are valued at cost, less any provision for permanent diminution in value. Current Investments are stated at lower of cost and fair value.

#### d) Taxation

Provision for current taxes is recognized under the taxes payable method based on the estimated tax liability computed after taking credit for allowances and exemptions in accordance with the Indian Income Tax Act, 1961.

Deferred tax assets and / or liabilities are recognized for future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the financial statements of the Company. Deferred tax assets and liabilities are measured using the tax rates and tax laws that been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

#### e) Revenue Recognition

The company derives its revenue primarily from services which is recognized on completion of service. All other incomes and expenditures are accounted on accrual basis.

#### f) Foreign Currency Transactions:

Transactions in foreign currency are recorded using the spot rate at the transaction date and exchange differences resulting from settled transactions are adjusted in the profit and loss account. At the balance sheet date, monetary items denominated in foreign currencies are converted into rupee equivalents at exchange rates as at the balance sheet date. Those relating to acquisition of fixed assets are adjusted to the cost of assets.



## NOTES ON ACCOUNTS AS AT 31.03.2018

1. The information required to be disclosed under the Micro, Small, Medium enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. There are no over dues to parties on account of principal amount and / or interest and accordingly no additional disclosures have been made.

### 2. Segment Reporting

Amounts in Rupees (in Lakhs)

Sl.no	Particulars	Engineering Software Sale & Engineering Services
1	Revenue	0.24 (2.04)
2	Results Operative profit before Depreciation	(0.07) 0.64
3	Provision for tax	0.00 0.20
4	Profit after tax	(0.07) 0.42

Amounts in bracket indicate previous year figures.

Segments have been identified in line with Accounting Standard on segment reporting (AS -17).

### 3. Expenditure in Foreign Currency

Particulars (Including Expenses Capitalized)	2017-18	2016-17
Purchase of Engineering Software	0.00	0.00
Purchases of Engineering service	0.00	0.00
Travelling Expenses	0.00	0.00
<b>Total</b>	<b>0.00</b>	<b>0.00</b>

### 4. Impairment of Assets

In accordance with Accounting Standard - 28 issued by the Institute of Chartered Accounts of India, management has made an assessment and found that there is no impairment in the value of fixed assets.



## 5. Sale by class of goods

(Amounts in Rupees)

Particulars	31.03.2018	31.03.2017
1.Finished Engineering systems		
(a) Engineering Software	0.00	0.00
(b) Engineering Services	0.00	0.00
(c) Others	0.00	0.00
<b>Total</b>	<b>0.00</b>	<b>0.00</b>

## 6. Earnings in Foreign Currency (on FOB basis)

Particulars	2017-18	2016-17
Others ( on A/c. of Export Services and Sales)	0.00	0.00

## 7.Related party transactions

Amount in Rupees

Particulars	Referred to in (a) below		Referred to in (b) below	
	31.3.2018	31.3.2017	31.3.2018	31.3.2017
<b>Purchase:</b>				
Goods and Materials (including service)	0.00	90,000		
<b>Sales:</b>				
Goods and Materials (including service)	0.00	0.00		
<b>Expenses:</b>	0.00	0.00		
<b>Outstanding:</b>	-	-		
	-	-		
a.receivable on sales	0.00	0.00		



Related Party Information

Relationship

- a. Where significant influence exists(Affiliates)
1. M/s. Sika Interplant Systems LtdLtd
  2. M/s. MacconGmbH, Germany
- b. Key Management Personnel
1. Mr. Rajeev Sikka
  2. Mr. Kunal Sikka

For and on behalf of

**K. SRIRANGARAJAN & ASSOCIATES**

Chartered Accountants

FRN: 004067S

**K. SRIRANGARAJAN**

Partner

M.No - 026104

For and on behalf of the board

  
Rajeev Sikka

Director

DIN:00902887

  
Kunal Sikka

Director

DIN:05240807

Place : Bangalore

Date : 30.05.2018