

# M/S POLADIA & CO

## CHARTERED ACCOUNTANTS

C/81,ANAT CHHAYA,353/3  
R.B.MEHTA.ROAD  
GHATKOPAR (EAST)  
TEL. NO 21028991/21028992

To,  
The Board of Directors,  
Omnitech Infosolutions Ltd.  
Omnitech House, A/13, Cross Road, No 5,  
Kondivita Road, Marol, M.I.D.C, Andheri (East),  
Mumbai - 400093.

1. We have reviewed the accompanying statement of unaudited financial results of **M/s Omnitech Infosolutions Ltd** for the period ended 30.09.2015 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' and which have been traced from disclosures made by the management and has not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ Committee of Board of Directors. Our responsibility is to issue a report on these financial statements based on our review. However for the purpose of consolidated financial statement we have relied up on the information furnished by the management in respect of the accounts of subsidiaries and joint venture which are not been reviewed by us.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, engagements to Review Financial Statements issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and an analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be





disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

4. Further we report that as per the information of the management in absence of any business activity in two subsidiaries namely Omnitech Technologies Inc. and Omnitech Singapore(Holding) Pte Ltd not considered for consolidated financial statement.
5. Without qualifying our reports, we draw attention to the following points .
  - a. The company has defaulted in making payment of various statutory dues like Tds, Service Tax etc during the year
  - b. As informed by the management the provision for doubtful debts will be made by the company at the year end.
  - c. Due to defaults in repayments of ICD, winding up petitions were filed against the company by unsecured Loan Party (ICD) In response to such petitions the Bombay High Court has passed an order for liquidation of the company wide order dated 18/03/2015. However the company has preferred an appeal against the said order and has obtained the stay against the aforesaid winding up order and stay is still continued.
  - d. The company has defaulted in payment of interest and principal amount to the Deposit Holders. However the company has made application to CLB under section 74 (2) of the company Act 2013 for extension of time limit for making the repayment of deposits. As informed by the management the said application is pending at CLB. The company has also violated the provisions 186 of the companies Act 2013 by providing loans to subsidiaries.
  - e. The provision for gratuity made by the company is not in accordance with Indian accounting standard. The company has made the reversal of provision of gratuity of Rs. 57.12 lacs out of the provision made in the past years.
  - f. The company has made provision of remuneration payable to directors for the year 2014-15 amounting to Rs. 49.59 lacs which is not provided in the last year.

For. M/s. Poladia & Co.  
(Chartered Accountants)



Partner  
Mr. Navin R. Gala  
Membership No: 040640  
Place: Mumbai  
Date: 09/11/2015





OMNITECH INFOSOLUTIONS LTD

Unaudited Financial Results for quarter ended on 30th September, 2015

(Rs. In lacs)

Sr. No.	Particulars	Standalone						Consolidated					
		Three Months ended			Six month ended			Year ended			Three Months ended		
		30/09/2015 (Unaudited)	30/06/2015 (Unaudited)	30/09/2014 (Unaudited)	30/09/2015 (Unaudited)	30/06/2015 (Unaudited)	30/09/2014 (Unaudited)	31/03/2015 (Audited)	31/03/2014 (Audited)	30/09/2015 (Unaudited)	30/09/2014 (Unaudited)	31/03/2015 (Audited)	31/03/2014 (Audited)
1	Revenue from operations (Net of Excise duty)	194.83	254.85	297.53	449.68	411.18	798.19	19015.00	1260.16	1813.07	2035.51	3073.23	28909.75
	Other Operating Revenue	6.57	0	0	6.57	0.00	0	116.15	6.57	0.00	0.00	6.57	116.15
	Revenue from operations (net)	201.40	254.85	297.53	456.25	411.18	798.19	19131.15	1266.73	1813.07	2035.51	3079.80	29025.90
2	Expenses	0	0	0	0.00	0.00	0	0.00	198.33	644.69	667.10	843.02	2870.20
	(a) Cost of materials consumed	85.45	131.35	27.29	216.80	62.39	494.01	17804.36	235.99	278.86	148.77	514.85	1824.28
	(b) Purchases of stock-in-trade	92.74	-3.4	35.19	89.34	54.41	1064.76	-4,569.43	92.74	-3.40	35.19	89.34	-4569.44
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	106.65	95.46	125.6	202.11	262.99	463.06	1877.36	819.83	799.45	906.20	1619.28	7931.84
	(d) Employee Benefits expense	1603.54	1649.27	1741.36	3252.81	3467.55	8908.04	6244.34	1612.57	1659.26	1758.39	3271.85	6324.21
	(e) Depreciation and amortisation expense	383.06	379.28	365.91	762.34	669.97	2038.78	6,137.47	508.45	500.51	502.98	1006.98	7402.63
	(f) Other expenses	2271.44	2251.96	2295.35	4523.40	4517.31	10969.65	27494.10	3465.90	3879.39	4016.63	7345.29	18088.66
	Total expenses	-2070.04	-1997.11	-1997.82	-4067.15	-4106.14	-10173.46	-8362.95	-2199.17	-2066.32	-1981.12	-4265.49	-9,174.83
3	Profit / (Loss) from operations before other income, finance costs and exceptional item (1-2)	222.06	412.58	107.88	634.64	616.31	1003.35	522.77	79.94	289.33	56.40	369.27	633.25
4	Other income	-1847.98	-1584.53	-1889.94	-3432.51	-3489.83	-9170.11	-7840.18	-2119.23	-1776.99	-1924.72	-3896.22	-8,541.58
5	Profit / (Loss) from ordinary activities before finance costs and exceptional item (3+-4)	862.12	836.56	608.91	1698.68	1399.18	2923.10	3,103.50	922.56	888.51	624.60	1811.07	3511.61
6	Finance cost	-2710.1	-2421.09	-2498.85	-5131.19	-4889.01	-12093.21	-10943.68	-3041.79	-2665.50	-2549.32	-5707.29	-12,053.19
7	Profit / (Loss) from ordinary activities after finance costs and before exceptional item (5+-6)	57.12	0	0	57.12	0.00	0.00	2,643.10	57.12	0.00	0.00	57.12	2629.28
8	Exceptional items	-2652.98	-2421.09	-2498.85	-5074.07	-4889.01	-12093.21	-13586.76	-2884.67	-2665.50	-2549.32	-5650.17	-14,682.47
9	Profit / (Loss) from ordinary activities before tax (7+-8)	-190.64	-357.07	-489.26	-547.71	-334.48	-660.08	1061.10	-190.64	-357.07	-488.01	-547.71	-1102.05
10	Tax Expense	-2462.34	-2064.02	-1998.59	-4526.36	-4554.53	-11433.13	-14647.88	-2794.03	-2308.43	-2061.31	-5102.46	-15,844.52
11	Net Profit / (Loss) from ordinary activities after tax (9+-10)	0	41.24	29.04	41.24	14.37	51.24	0.00	0.00	41.24	29.05	41.24	51.24
12	Extraordinary items (Net of Tax Expense)	-2462.34	-2022.78	-1970.55	-4485.12	-4510.82	-11381.89	-14647.88	-2794.03	-2267.19	-2032.26	-5061.22	-15,844.52
13	Net Profit / (Loss) for the period (11+-12)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
14	Share of Profit / (Loss) of Associates	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
15	Minority interest	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
16	Net Profit / (Loss) after taxes, minority interest, share of profit / (loss) of associates	-2462.34	-2022.78	-1970.55	-4485.12	-4510.82	-11381.89	-14647.88	-2794.03	-2267.19	-2032.26	-5061.22	-15,844.52
17	Paid up Equity Share Capital (face value of Rs 10/- each)	1500.7	1500.7	1500.7	1500.7	1500.7	1500.7	1500.7	1500.7	1500.7	1500.7	1500.7	1500.7
18	Reserves excluding revaluation reserves	-	-	-	-	-	2313.71	13989.73	-	-	-	-	10401.03
19.i	Earnings per share (before extraordinary item) (of Rs 10/- each)	-16.41	-13.48	-13.13	-29.89	-30.06	-75.84	(97.61)	-18.37	-14.91	-13.49	-33.29	-75.67
	a) Basic	-16.41	-13.48	-13.13	-29.89	-30.06	-75.84	(97.61)	-18.37	-14.91	-13.49	-33.29	-75.67
	b) Diluted	-16.41	-13.48	-13.13	-29.89	-30.06	-75.84	(97.61)	-18.37	-14.91	-13.49	-33.29	-75.67
19.ii	Earnings per share (after extraordinary item) (of Rs 10/- each)	-16.41	-13.48	-13.13	-29.89	-30.06	-75.84	(97.61)	-18.37	-14.91	-13.49	-33.29	-75.67
	a) Basic	-16.41	-13.48	-13.13	-29.89	-30.06	-75.84	(97.61)	-18.37	-14.91	-13.49	-33.29	-75.67
	b) Diluted	-16.41	-13.48	-13.13	-29.89	-30.06	-75.84	(97.61)	-18.37	-14.91	-13.49	-33.29	-75.67
Note: While calculating diluted EPS, we have not considered the convertible securities which are of anti-dilutive nature.													





**OMNITECH INFOSOLUTIONS LTD**

**Unaudited Balance Sheet**

Sr. No.	Particulars	(Amount in Rs. Lacs)	
		As at 30th September, 2015	As at 30th September, 2014
<b>A</b>	<b>EQUITY AND LIABILITIES</b>		
<b>1</b>	<b>Shareholders' funds</b>		
	(a) Share capital	1500.70	1500.70
	(b) Reserves and surplus	-2171.29	9184.79
	(c) Money received against share warrants	0	0
		(670.59)	10,685.49
<b>2</b>	<b>Share application money pending allotment</b>	-	0.37
<b>3</b>	<b>Minority Interest</b>	-	-
<b>4</b>	<b>Foreign currency translation reserve</b>	-	-
<b>5</b>	<b>Non-current liabilities</b>		
	(a) Long-term borrowings	0.00	10862.747
	(b) Deferred tax liabilities (net)	3481.15	4354.468
	(c) Other long-term liabilities	3735.26	1917.428
	(d) Long-term provisions	234.59	224.273
		7451.00	17358.91
<b>4</b>	<b>Current liabilities</b>		
	(a) Short-term borrowings	25834.73	12029.35
	(b) Trade payables	3861.89	5237.95
	(c) Other current liabilities	2683.92	2266.72
	(d) Short-term provisions	1181.13	1218.18
		33,561.67	20,752.19
	<b>Total</b>	<b>40,342.08</b>	<b>48,796.96</b>
<b>B</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non-current assets</b>		
	(a) Fixed assets	15803.90	22768.84
	(b) Non-current investments	855.23	855.23
	(c) Deferred tax assets (net)	0.00	0.00
	(d) Long-term loans and advances	6625.20	4017.21
	(e) Other non-current assets	9017.05	4307.57
		32301.38	31948.85
<b>2</b>	<b>Goodwill (AS-21)</b>	-	-
<b>3</b>	<b>Current assets</b>		
	(a) Current investments	0.00	0.00
	(b) Inventories	6826.53	7926.11
	(c) Trade receivables	87.23	8185.26
	(d) Cash and cash equivalents	304.00	519.66
	(e) Short-term loans and advances	3.79	3.29
	(f) Other current assets	819.15	213.79
		8040.70	16848.11
	<b>Total</b>	<b>40,342.08</b>	<b>48,796.96</b>



## PART II

Particulars				
	Three Months ended			Year ended
	30/09/2015	30/06/2015	30/09/2014	31/03/2015
<b>A PARTICULARS OF SHAREHOLDING</b>				
<b>1. Public Shareholding</b>				
Number of Shares	10334687	10334687	10334687	10334687
Percentage of shareholding	68.87%	68.86%	68.87%	68.87%
<b>2. Promoters and Promoter Group Shareholding</b>				
<b>a. Pledged/ Encumbered</b>				
Number of Shares	107450	107450	107450	107450
Percentage of shares (as a % of the total shareholding of promoter and promoter group)	2.30%	2.30%	2.30%	2.30%
Percentage of shares (as a % of the total share capital of the company)	0.72%	0.72%	0.72%	0.72%
<b>b. Non-Encumbered</b>				
Number of Shares	4564834	4564834	4564834	4564834
Percentage of shares (as a % of the total shareholding of promoter and promoter group)	97.70%	97.70%	97.70%	97.70%
Percentage of shares (as a % of the total share capital of the company)	30.42%	30.42%	30.42%	30.42%

Particulars	3 MONTHS ENDED
<b>B. INVESTOR COMPLAINTS</b>	30/09/2015
Pending at the beginning of the quarter	2
Received during the quarter	0
Disposed of during the quarter	1
Remaining unresolved at the end of the quarter	1






**Notes:**

1. The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors at their meeting held on November 9, 2015.
2. The Company operates in a single reportable segment viz. Information Technology Services.

For & on behalf of Board of Directors  
**Omnitech InfoSolutions Ltd**

  
**(Atul Hemani)**  
**Managing Director & CEO**

Place : Mumbai  
Date : November 9, 2015