

Annual Report 2015-16

GLOBALSPACE TECH PRIVATE LIMITED

Independent Auditors' Report

To The members of,
Globalspace Tech Private Limited,
Mumbai.

1. Report on the Financial Statements

We have audited the accompanying financial statements of Globalspace Tech Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

2. 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 (Standalone) 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 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 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, 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.

3. 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 under Section 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 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

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Tolia & Associates

Chartered Accountants

B/7, Madhu Parag, Road 4, 69 Swastik Society, JVPD Scheme, Vile Parle (West), Mumbai 400056.

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.

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

4. Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 March 31, 2016, its profit and its cash flows for the year ended on that date.

5. Report on Other Legal and Regulatory Requirements

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.

6. As required by section 143 (3) of the Act, we report that:

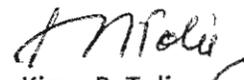
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
- (c) The Balance Sheet, Statement of Profit and Loss and 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 March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.

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- (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 **Tolia & Associates**
Chartered Accountants
Firm Registration Number:111017W



Kiran P. Tolia
Proprietor

Membership Number:43637

Mumbai, August 29, 2016

**Annexure A referred to in paragraph 5 of our report of even date to the shareholders Globalspace
Tech Private Limited**

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

1. a. The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. These fixed assets have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification.
2. Inventories were physically verified at reasonable intervals by the Management and no material discrepancies were noticed during such physical verification.
3. The Company has not granted loans secured or unsecured to companies, firms or other parties covered in the registers maintained under section 189 of the Act. Accordingly, the provisions of clause 3 of the Order are not applicable.
4. The Company has not given any loans, guarantees or security. In respect of investments, the Company has complied with the provisions of section 185 and 186 of the Act.
5. a) The Company has not accepted any deposits and therefore the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under are not applicable.
 - b) No order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal against the Company. Accordingly, the provisions of clause 5 (b) of the Order are not applicable.
6. The maintenance of cost records has not been prescribed by the Central Government under section (1) of section 148 of the Act for the activities of the Company.
7. a) Undisputed statutory dues in respect of income tax and other material statutory dues have generally been regularly deposited by the Company. There were no arrears of outstanding dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable. No disputed amounts payable in respect of income tax was outstanding as at the last day of the financial year.
 - b) No amount is required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.



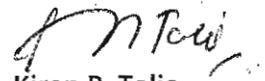
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Chartered Accountants

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8. The Company has not defaulted in borrowings from a bank. There are no loans from financial institutions, government or dues to debenture holders.
9. There were no moneys raised by way of initial public offer or further public offer (including debt instruments) and by way of term loans. Accordingly the provisions of clause 9 of the Order are not applicable.
10. No fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
11. The Company is a private limited company. Accordingly, the provisions of the clause 11 of the Order are not applicable.
12. The Company is not a Nidhi Company. Accordingly, the provisions of clause 12 of the Order are not applicable.
13. The Company is a private limited company. Accordingly, the provisions of section 177 of the Act are not applicable. The Company has complied with the provisions of section 188 of the Act.
14. The Company has made preferential allotment or private placement of equity shares and not of fully or partly paid convertible debentures. The equity shares have been allotted for consideration other than cash. The Company has complied with provisions of section 42 of the act, applicable.
15. The Company has not entered into non-cash transactions covered by section 192 of the Act with directors or persons connected with them. Accordingly, the provisions of clause 15 of the Order are not applicable.
16. The Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly the provisions of clause 16 of the Order are not applicable.

For **Tolia & Associates**
Chartered Accountants
Firm Registration Number:111017W



Kiran P. Tolia
Proprietor

Membership Number:43637

Mumbai, August 29, 2016

Annexure B to the Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

We have audited the internal financial controls over financial reporting of Globalspace Tech Private Limited ("the Company") as of March 31, 2016 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 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (GNAIFC) issued by the Institute of Chartered Accountants of India (ICAI). 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 Act.

Auditors' 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 GNAIFC and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI.

Those Standards and the GNAIFC 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 the assessed risk. The procedures selected depend on the auditor's judgments, 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.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A Company's internal financial control over financial reporting includes those policies and procedures that:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

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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 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, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the GNAIFC issued by the ICAI.

For Tolia & Associates

Chartered Accountants

Firm Registration Number:111017W



Kiran P. Tolia

Proprietor

Membership Number:43637

Mumbai, August 29, 2016

DIRECTORS' REPORT
OF
GLOBALSPACE TECH PRIVATE LIMITED
FOR THE FINANCIAL YEAR 2015-16

NAMES OF PAST AND PRESENT DIRECTORS OF THE COMPANY WITH
DIRECTOR IDENTIFICATION NUMBERS (DIN)¹

- | | |
|-----------------------------------|---|
| 1. MR. KRISHNA MURARI SINGH | (DIN: 03160366) |
| 2. MR. SIDDHARTHA SODAGUDI XAVIER | (DIN: 03166884) (Ceased to be a director w.e.f. 15/09/2016) |
| 3. MR. DHIRAJ KUMAR SHARMA | (DIN: 03160387) (Ceased to be a director w.e.f. 15/09/2016) |

¹ The above disclosure has been given in accordance with Section 158 of Companies Act 2013, and reference of any of the above directors made in this document be read along with the above disclosure of their respective Director Identification Numbers

DIRECTORS' REPORT

To
The Members,
GLOBALSPACE TECH PRIVATE LIMITED

Your Directors take the pleasure of presenting the 6th Annual Report of your Company together with the Audited Statement of Accounts for the year ended 31st March, 2016.

1. FINANCIAL STATEMENTS & RESULTS:

A. Financial Results

The Company's performance during the year ended 31st March, 2016 as compared to the previous financial year, is summarized below:

| Particular | For the financial year ended 31 st March, 2016 | For the financial year ended 31 st March, 2015 |
|-----------------------------------|--|--|
| Income | 139,822,438 | 107,977,385 |
| Less: Expenses | (128,511,037) | (98,862,520) |
| Profit/ (Loss) before tax | 11,311,402 | 9,114,865 |
| Less: Provision for tax | (5,446,623) | (285,374) |
| Income Tax of earlier years w/off | NIL | NIL |
| Exception Income | NIL | NIL |
| Exception expenditure | NIL | NIL |
| Profit after Tax | 5,864,779 | 8,829,491 |

APPROPRIATION

| | | |
|----------------------------------|-----------|-----------|
| Interim Dividend | NIL | NIL |
| Final Dividend | NIL | NIL |
| Tax on distribution of dividend | NIL | NIL |
| Transfer of General Reserve | NIL | NIL |
| Balance carried to Balance sheet | 5,864,779 | 8,829,491 |

B. Operations:

During the year the Company reported a Profit of Rs. 58,64,779/- as compared to a profit of Rs. 88,29,491/- .

The Company reported Profit before Tax at Rs. 11,311,402/- as against Rs. 9,114,865/-in the previous year.

The Company continues to be engaged in the activities pertaining to Information Technology and Communication industry, including providing of customized software solutions and other support services to enterprises.

There was no change in nature of the business of the Company, during the year under review.

C. Dividend:

With a view to conserve resources, your Directors have thought it prudent not to recommend any dividend for the financial year under review.

D. Report on performance of Subsidiaries, Associates and Joint Venture Companies:

During the year under review, your Company did not have any subsidiary, associate and joint venture company.

E. Deposits:

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details relating to deposits covered under Chapter V of the Act or the details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

F. Particular of Contracts or Arrangement with Related Parties:

All transactions/contracts/arrangements entered into by the Company with related party(ies) as defined under the provisions of Section 2(76) of the Companies Act, 2013, during the financial year under review were in ordinary course of business and on an arm's length basis. Further, none of these contracts / arrangements / transactions with related parties could be considered material in nature as per the thresholds given in Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014 and hence no disclosure is required to be given in this regard.

G. Particulars of Loans, Guarantees and Investments:

The Company has not made any loans, guarantees and investments covered under Section 186 of the Act.

H. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo etc. are furnished in Annexure I which forms part of this Report.

I. Extract of Annual Return:

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended 31st March, 2016 made under the provisions of Section 92(3) of the Act is attached as Annexure II which forms part of this Report.

J. Disclosures under Section 134(3)(l) of the Companies Act, 2013:

The Company has raised Capital by issuing shares on rights basis and allotted 77,499 shares on 30th May, 2016.

Further, allotment of 27,194 shares on Rights basis was made on 01st July, 2016.

It may also be noted that the Company has also issued 69,84,280 Shares as Bonus in the ratio of 2:11 to its existing shareholders as on the record date of 04th July, 2016.

Except as disclosed above, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.

K. Disclosure of Internal Financial Controls -

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the Statutory Auditors of the Company for inefficiency or inadequacy of such controls.

2. MATTERS RELATED TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Board of Directors & Key Managerial Personnel:

There was no change in Directorship of the Company during the year under review. The Company was not required to appoint any Key Managerial Personnel.

3. DISCLOSURES RELATED TO BOARD, COMMITTEES AND POLICIES

A. Board Meetings:

The Board of Directors met 11 (Eleven) times during the financial year ended 31st March, 2016 in accordance with the provisions of the Companies Act, 2013 and rules made there under.

| Sr. No | Date of Meeting | Name of Directors as on Date of Meeting | Directors Present | Directors Absent |
|--------|----------------------------|--|--|------------------|
| 1 | 25 th May, 2015 | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | - |

| | | | | |
|----|----------------------------------|--|--|---|
| 2 | 25 th July, 2015 | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | - |
| 3 | 25 th August, 2015 | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | - |
| 4 | 04 th September, 2015 | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | - |
| 5 | 27 th November, 2015 | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | - |
| 6 | 30 th December, 2015 | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | - |
| 7 | 14 th January, 2016 | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | - |
| 8 | 18 th February, 2016 | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | - |
| 9 | 22 nd February, 2016 | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | - |
| 10 | 1 st March, 2016 | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | - |
| 11 | 21 st March, 2016 | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | 1. Mr. Krishna Murari Singh 2. Mr. Siddhartha Sodagudi Xavier 3. Mr. Dhiraj Kumar Sharma | - |

B. RISK MANAGEMENT POLICY:

The Board of Directors of the Company has designed Risk Management Policy and Guidelines to avoid events, situations or circumstances which may lead to negative consequences on the Company's businesses, and define a structured approach to manage uncertainty and to make use of these in their decision making pertaining to all business divisions and corporate functions. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews.

4. AUDITORS AND REPORTS

The matters related to Auditors and their Reports are as under:

A. Observations of Statutory Auditors on Accounts for the year ended 31st March, 2016:

The observations / qualifications / disclaimers made by the Statutory Auditors in their report for the financial year ended 31st March 2016 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

B. Appointment of Statutory Auditors:

M/s. Tolia & Associates (FRN: 111017W), Chartered Accountants were appointed as the Statutory Auditors of the Company in the Extra-Ordinary General Meeting held on 01st June, 2016 to fill the casual vacancy caused by the resignation of Mr. Shivakshar Singh Sisodia (Membership No.: 425814), Chartered Accountants, who were appointed as Statutory Auditors of the Company till the conclusion of the Annual General Meeting to be held in the year 2019. Pursuant to the provisions of Section 139(8) of the Companies Act, 2013 the said appointment of M/s. Tolia & Associates has been approved by the members in the Extra-Ordinary General Meeting held on 01st June, 2016 who holds the office up to the conclusion of the ensuing Annual General Meeting.

The consent of the M/s. Tolia & Associates, Chartered Accountants, along with certificate in pursuance to Section 139 of the Companies Act, 2013 have been obtained to the effect that their appointment, if made, shall be in accordance with the prescribed conditions and that they are eligible to hold the office of Statutory Auditors of the Company. The Board recommends the appointment of M/s. Tolia & Associates, Chartered Accountants as the Statutory Auditors of the Company for a period of 5 (five) years commencing from the ensuing Annual General Meeting till Annual General Meeting to be held in the year 2021, subject to the ratification of appointment by the Members of the Company in every Annual General Meeting.

Necessary resolution for reappointment of the said Auditors is included in the Notice of AGM for seeking approval of members.

5. OTHER DISCLOSURES

Other disclosures as per provisions of Section 134 of the Act read with Companies (Accounts) Rules, 2014 are furnished as under:

A. Disclosure of Orders Passed by Regulators or Courts or Tribunal

No orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

B. Directors' Responsibility Statement:

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended 31st March, 2016, the Board of Directors hereby confirms that:

a. in the preparation of the annual accounts, the applicable accounting standards had

- been followed along with proper explanation relating to material departures;
- b. such accounting policies have been selected and applied consistently and the Directors 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 as at 31st March, 2016 and of the profit of the Company for that year;
 - c. proper and sufficient care was taken 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;
 - d. the annual accounts of the Company have been prepared on a going concern basis;
 - e. proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

C. Disclosure Under Section 43(a)(ii) of the Companies Act, 2013:

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

D. Disclosure under section 54(1)(d) of the Companies Act, 2013:

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

E. Disclosure under Section 62(1)(b) of the Companies Act, 2013:

The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

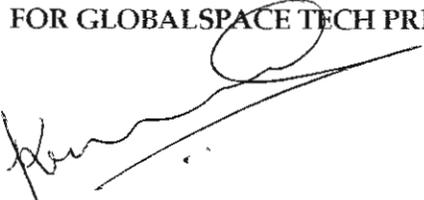
F. Disclosure under Section 67(3) of the Companies Act, 2013:

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is furnished.

6. ACKNOWLEDGEMENTS AND APPRECIATION:

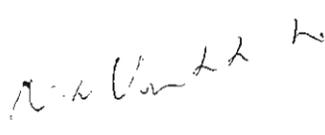
Your Directors take this opportunity to thank the customers, shareholders, suppliers, bankers, business partners/associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company.

FOR GLOBALSPACE TECH PRIVATE LIMITED


KRISHNA MURARI SINGH
WHOLETEIME DIRECTOR

DIN: 03160366

Address: F/702 HawrePanchwati Plaza,
Plot no. 92-96, Sector-5, Opp Police Station,
Ghansoli, Navi Mumbai-400701


NIRANI VENKITAKRISHNAN KAILASAM
DIRECTOR

DIN: 06672569

Address: Flat No. 8, 3rd Floor, Mumba Devi CHS.,
Ltd, St. Anthony Rd, Sai Nagar Colony, Chembur,
Mumbai-400071

Date : 29th August, 2016

Place : Navi Mumbai

Registered Office:

605, 6th Floor, Rupa Solitaire Building,
Millenium Business Park,
Navi Mumbai, Thane-400110

CIN: U64201MH2010PTC211219

TEL No.: 022-49452014

Mail: info@globalspace.in

website : www.globalspace.in

ANNEXURE I

Disclosure Pursuant To Section 134(3)(m) Of The Companies Act, 2013 Read With Rule 8 Of
The Companies (Accounts), Rules 2014

(A) Conservation of energy:

| | |
|--|--|
| Steps taken or impact on conservation of energy | The Company has not spent any substantial amount on Conservation of Energy to be disclosed here. |
| Steps taken by the company for utilizing alternate sources of energy | |
| Capital investment on energy conservation equipments | |

(B) Technology absorption:

| | |
|--|--|
| Efforts made towards technology absorption | Considering the nature of activities of the Company, there is no requirement with regard to technology absorption. |
| Benefits derived like product improvement, cost reduction, product development or import substitution | |
| In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): | |
| Details of technology imported | Nil |
| Year of import | Not Applicable |
| Whether the technology has been fully absorbed | Not Applicable |
| If not fully absorbed, areas where absorption has not taken place, and the reasons thereof | Not Applicable |
| Expenditure incurred on Research and Development | Nil |

(C) Foreign exchange earnings and Outgo:

| | 1 st April, 2015 to 31 st March, 2016 | 1 st April, 2014 to 31 st March, 2015 |
|----------------------------------|--|--|
| | Amount in Rs. | Amount in Rs. |
| Actual Foreign Exchange earnings | 18,00,000 | Nil |
| Actual Foreign Exchange outgo | 9,48,91,032 | 2,83,74,787 |

FOR GLOBALSPACE TECH PRIVATE LIMITED



KRISHNA MURARI SINGH
WHOLETIME DIRECTOR
DIN: 03160366

Address: F/702 HawrePanchwati Plaza,
Plot no. 92-96, Sector-5, Opp Police Station,
Ghansoli, Navi Mumbai-400701



NIRANI VENKITAKRISHNAN KAILASAM
DIRECTOR
DIN: 06672569

Address: Flat No. 8, 3rd Floor, Mumba Devi CHS.,
Ltd, St. Anthony Rd, Sai Nagar Colony, Chembur,
Mumbai-400071

Date : 29th August, 2016
Place : Navi Mumbai



ANNEXURE II

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31st March 2016

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

| | | |
|--|---|---|
| CIN | : | U64201MH2010PTC211219 |
| Registration Date | : | 22/12/2010 |
| Name of the Company | : | Globalspace Tech Private Limited |
| Category / Sub-Category of the Company | : | Company limited by Shares/ Non-government company |
| Address of the Registered office and contact details | : | 605, 6 th Floor, Rupa Solitaire Building, Millennium Business Park, Navi Mumbai, Thane, MH 400110 IN |
| Whether listed company | : | No |
| Name, Address and Contact details of Registrar and Transfer Agent, if any: | : | N.A |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

| Sl. No. | Name and Description of main products/ services | NIC Code of the Product/ service | % to total turnover of the company |
|---------|--|----------------------------------|------------------------------------|
| 1 | Computer consultancy and computer facilities management activities | 6202 | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sr. No. | Name and address of the Company | CIN/GLN | Holding/ subsidiary/ associate | % of shares held | Applicable section |
|----------------|---------------------------------|---------|--------------------------------|------------------|--------------------|
| Not Applicable | | | | | |

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of TotalEquity):

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 |
|--|---|----------|----------|-------------------|---|----------|---------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/HUF | - | 2,95,000 | 2,95,000 | 31.11 | - | 5,63,085 | 563,085 | 48.33 | 17.22 |
| b) Central Govt | - | - | - | - | - | - | - | - | - |
| c) State Govt(s) | - | - | - | - | - | - | - | - | - |
| d) Bodies Corp. | - | - | - | - | - | - | - | - | - |
| e) Banks / FI | - | - | - | - | - | - | - | - | - |
| f) Any other | - | - | - | - | - | - | - | - | - |
| Sub-total(A)(1): | - | 2,95,000 | 2,95,000 | 31.11 | - | 5,63,085 | 563,085 | 48.33 | 17.22 |
| (2) Foreign | | | | | | | | | |
| a) NRIs | - | - | - | - | - | - | - | - | - |
| Individuals | - | - | - | - | - | - | - | - | - |
| b) Other | - | - | - | - | - | - | - | - | - |
| Individuals | - | - | - | - | - | - | - | - | - |
| c) Bodies Corp. | - | - | - | - | - | - | - | - | - |
| d) Banks / FI | - | - | - | - | - | - | - | - | - |
| e) Any other | - | - | - | - | - | - | - | - | - |
| Sub-total (A)(2): | - | - | - | - | - | - | - | - | - |
| Total shareholding of Promoter (A) = (A)(1)+(A)(2) | - | 2,95,000 | 2,95,000 | 31.11 | - | 5,63,085 | 563,085 | 48.33 | 17.22 |
| B. Public Shareholding | | | | | | | | | |

8

| | | | | | | | | | |
|--|---|----------|----------|-------|---|-----------|-----------|-------|-------|
| (1) Institutions | - | - | - | - | - | - | - | - | - |
| a) Mutual Funds | - | - | - | - | - | - | - | - | - |
| b) Banks / FI | - | - | - | - | - | - | - | - | - |
| c) Central Govt | - | - | - | - | - | - | - | - | - |
| d) State Govt(s) | - | - | - | - | - | - | - | - | - |
| e) Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| f) Insurance Companies | - | - | - | - | - | - | - | - | - |
| g) FIIs | - | - | - | - | - | - | - | - | - |
| h) Foreign Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| i) Others (specify) | - | - | - | - | - | - | - | - | - |
| Sub-total (B)(1): | - | - | - | - | - | - | - | - | - |
| (2) Non-Institutions | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| i) Indian | - | 56,400 | 56,400 | 5.95 | - | 56,400 | 56,400 | 4.84 | 1.11 |
| ii) Overseas | - | - | - | - | - | - | - | - | - |
| b) Individuals | - | - | - | - | - | - | - | - | - |
| i) Individual shareholders holding nominal share capital up to Rs. 1 lakh | - | 7,000 | 7,000 | 0.74 | - | 7,000 | 7,000 | 0.60 | 0.14 |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | - | 5,90,000 | 5,90,000 | 62.21 | - | 5,38,691 | 5,38,691 | 46.23 | 15.98 |
| c) Others (specify) | - | - | - | - | - | - | - | - | - |
| Sub-total(B)(2): | - | 6,53,400 | 6,53,400 | 68.89 | - | 6,02,091 | 6,02,091 | 51.67 | 17.22 |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | - | 6,53,400 | 6,53,400 | 68.89 | - | 6,02,091 | 6,02,091 | 51.67 | 17.22 |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | - | - | - | - | - | - |
| Grand Total (A+B+C) | - | 9,48,400 | 9,48,400 | 100 | - | 11,65,176 | 11,65,176 | 100 | - |

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 share holding 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. | Mr. Krishna Murari Singh | 2,95,000 | 31.11 | - | 5,63,085 | 48.33 | - | 17.22 |
| | Total | 2,95,000 | 31.11 | - | 5,63,085 | 48.33 | - | 17.22 |

iii. CHANGE IN PROMOTERS' SHAREHOLDING

| Sl. No. | Particulars | 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 |
| Mr. Krishna Murari Singh | | | | | |
| | At the beginning of the year | 2,95,000 | 31.11 | 2,95,000 | 31.11 |
| | Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc) | | | | |
| | 25/08/2015 - Right issue | 20,408 | 2.11 | 3,15,408 | 32.56 |
| | 18/02/2016 - Right issue | 20,370 | 1.83 | 3,35,778 | 30.08 |
| | 01/03/2016 - Transfer of Shares | 2,19,900 | 19.70 | 5,55,678 | 49.79 |
| | 21/03/2016 - Right issue | 7,407 | 0.64 | 5,63,085 | 48.33 |
| | At the End of the year | 5,63,085 | 48.33 | 5,63,085 | 48.33 |

iv. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS): NOT APPLICABLE

| Sl. No. | For each of the Top 10 Shareholders | 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. | M/s. Kreteka Investment Private Limited | | | | |
| | At the beginning of the year | 56400 | 5.95 | 56400 | 5.95 |
| | Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc) | No Change during the Financial Year | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | 56400 | 5.95 | 56400 | 5.95 |
| 2. | Mrs. Aparna Purushothaman | | | | |
| | At the beginning of the year | - | - | - | - |
| | Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc) | 46,296 | 4.15 | 46,296 | 4.15 |
| | Increase due to Issue on Rights basis - 18 th February, 2016 | | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | 46,296 | 3.97 | 46,296 | 3.97 |
| 3. | Mr. BinoyPurushothaman | | | | |
| | At the beginning of the year | - | - | - | - |
| | Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc) | | | | |
| | 18 th February, 2016 - Right Issue | 4,629 | 0.41 | 4,629 | 0.41 |
| | 21 st March, 2016 - Right Issue | 41,666 | 3.57 | 46,295 | 3.97 |
| | At the end of the year (or on the | 46,295 | 3.97 | 46295 | 3.97 |

| | | | | | |
|----|---|-------------------------------------|------|--------|------|
| | date of separation, if separated during the year) | | | | |
| 4. | Mr. Amitabh Sinha | | | | |
| | At the beginning of the year | - | - | - | - |
| | Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc) 30 th December, 2015 - Private Placement | 38,000 | 3.64 | 38,000 | 3.64 |
| | At the end of the year (or on the date of separation, if separated during the year) | 38,000 | 3.26 | 38,000 | 3.26 |
| 5. | Mr. Vishal Singh Raghuvanshi | | | | |
| | At the beginning of the year | - | - | - | - |
| | Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc) 30 th December, 2015 - Private Placement | 38,000 | 3.64 | 38,000 | 3.64 |
| | At the end of the year (or on the date of separation, if separated during the year) | 38,000 | 3.26 | 38,000 | 3.26 |
| 6. | Mr. Ajjay Agarwal | | | | |
| | At the beginning of the year | 7,000 | 0.74 | 7,000 | 0.74 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc) | No Change during the Financial Year | | | |
| | At the End of the year (or on the date of separation, if separated during the year) | 7,000 | 0.60 | 7,000 | 0.60 |

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 |
| For each of the Directors and KMP | | | | |
| Mr. Krishna Murari Singh | | | | |
| At the beginning of the year | 2,95,000 | 31.11 | 2,95,000 | 31.11 |
| Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc) | | | | |
| 25/08/2015 - Right Issue | 20,408 | 2.11 | 3,15,408 | 32.56 |
| 18/02/2016 - Right issue | 20,370 | 1.83 | 3,35,778 | 30.08 |
| 01/03/2016 - Transfer of share | 2,19,900 | 19.70 | 5,55,678 | 49.79 |
| 21/03/2016 - Right issue | 7,407 | 0.64 | 5,63,085 | 48.33 |
| At the End of the year | 563085 | 48.33 | 563085 | 48.33 |
| Mr. Siddhartha Sodagudi Xavier | | | | |
| At the beginning of the year | 2,95,000 | 31.11 | 2,95,000 | 31.11 |
| Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc) | | | | |
| 01/03/2016- Transfer of Shares | 1,09,950 | 9.85 | 1,85,050 | 16.58 |
| At the end of the year | 1,85,050 | 15.88 | 1,85,050 | 15.88 |
| Mr. Dhiraj Sharma | | | | |
| At the beginning of the year | 2,95,000 | 31.11 | 2,95,000 | 31.11 |
| Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc) | | | | |
| 01/03/2016- Transfer of Shares | 1,09,950 | 9.85 | 1,85,050 | 16.58 |
| At the end of the year | 1,85,050 | 15.88 | 1,85,050 | 15.88 |

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V. INDEBTEDNESS:

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

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|--|--------------------|----------|-----------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 3,38,13,670 | 34,23,621 | - | 3,72,37,291 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 3,38,13,670 | 34,23,621 | - | 3,72,37,291 |
| Change in Indebtedness during the financial year | | | | |
| Addition | 3,00,404 | 12,83,063 | - | 15,83,467 |
| Reduction | - | - | - | - |
| Net Change | 3,00,404 | 12,83,063 | - | 50,07,088 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 3,41,14,074 | 47,06,684 | - | 3,41,14,074 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 3,41,14,074 | 47,06,684 | - | 3,41,14,074 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

| Sl. No. | Particulars of Remuneration | Name of MD/ WTD/ Manager | | | Total Amount |
|------------|-----------------------------|-----------------------------------|---|-------------------------------|-----------------|
| | | Mr. Krishna Murari Singh | Mr. Siddhartha Sodagudi Xavier | Mr. Dhiraj Kumar Sharma | |

| | | | | | |
|---|---|-----------|----------|----------|-----------|
| 1 | Gross salary | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 13,33,332 | 6,00,000 | 6,00,000 | 25,33,332 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | - | - | - | - |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | - | - | - | - |
| 2 | Stock Option | - | - | - | - |
| 3 | Sweat Equity | - | - | - | - |
| 4 | Commission | | | | |
| | - as % of profit | - | - | - | - |
| | - others, specify | - | - | - | - |
| 5 | Others, please specify | - | - | - | - |
| | Total (A) | 13,33,332 | 6,00,000 | 6,00,000 | 25,33,332 |
| | Ceiling as per the Act | - | - | - | - |

B. REMUNERATION TO OTHER DIRECTORS:

| Sl. No. | Particulars of Remuneration | Name of Directors | | Total Amount |
|---------|--|-------------------|-----|--------------|
| | 1. Independent Directors | N.A | N.A | |
| | Fee for attending board / committee meetings | - | - | - |
| | Commission | - | - | - |
| | Others, please specify | - | - | - |
| | Total (1) | - | - | - |
| | 2. Other Non-Executive Directors | | | |
| | Fee for attending board / committee meetings | - | - | - |
| | 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. | Particulars of Remuneration | Key Managerial Personnel | | | |
|---------|---|--------------------------|-------------------|-----|-------|
| | | CEO | Company Secretary | CFO | Total |
| 1 | Gross salary | N.A | N.A | N.A | |
| | (a) Salary as per provisions contained in section 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 under section 17(3) Income tax Act, 1961 | | | | |
| 2 | Stock Option | | | | |
| 3 | Sweat Equity | | | | |
| 4 | Commission | | | | |
| | - as % of profit | | | | |
| | - others, specify | | | | |
| 5 | Others, please Specify | | | | |
| | Total | | | | |

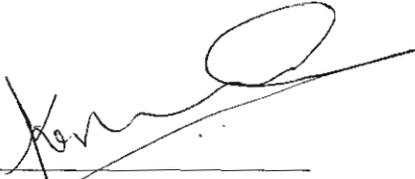
VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

| 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) |
|---------------------|------------------------------|-------------------|---|-----------------------------|------------------------------------|
| A. COMPANY | | | | | |
| Penalty | N.A | N.A | N.A | N.A | N.A |
| Punishment | N.A | N.A | N.A | N.A | N.A |
| Compounding | N.A | N.A | N.A | N.A | N.A |
| B. DIRECTORS | | | | | |
| Penalty | N.A | N.A | N.A | N.A | N.A |
| Punishment | N.A | N.A | N.A | N.A | N.A |
| Compounding | N.A | N.A | N.A | N.A | N.A |

B

| C. OTHER OFFICERS IN DEFAULT | | | | | |
|------------------------------|-----|-----|-----|-----|-----|
| Penalty | N.A | N.A | N.A | N.A | N.A |
| Punishment | N.A | N.A | N.A | N.A | N.A |
| Compounding | N.A | N.A | N.A | N.A | N.A |

FOR GLOBALSPACE TECH PRIVATE LIMITED



KRISHNA MURARI SINGH
 WHOLE-TIME DIRECTOR
 DIN: 03160366
 Address: F/702, Hawre Panchwati Plaza, Plot
 No.92-96, Sector-5, Opp Police Station, Ghansoli,
 Navi Mumbai- 400701



NIRANI VENKITAKRISHNAN KAILASAM
 DIRECTOR
 DIN: 06672569
 Address: Flat No.8, 3rd Floor, Mumba Devi CHS
 LTD, ST Anthony Road, Sai Nagar Colony ,
 Chembur, Mumbai- 400071

Date : 29th August, 2016
Place : Navi Mumbai



Globalspace Tech Private Limited
Balance Sheet as at March 31, 2016

| | Note No. | As at March 31, 2016 INR | As at March 31, 2015 INR |
|--|----------|--------------------------------|--------------------------------|
| A EQUITY AND LIABILITIES | | | |
| 1 Shareholders' funds | | | |
| Share capital | 3 | 11,651,760 | 9,484,000 |
| Reserves and surplus | 4 | 58,624,754 | 37,203,999 |
| | | <u>70,276,514</u> | <u>46,687,999</u> |
| 2 Non-current liabilities | | | |
| Deferred tax liabilities | 5 | 3,452,119 | 1,557,773 |
| Long-term provisions | 6 | 295,625 | - |
| | | <u>3,747,744</u> | <u>1,557,773</u> |
| 3 Current liabilities | | | |
| Short-term borrowings | 7 | 38,820,758 | 37,237,291 |
| Trade payables | 8 | | |
| - total outstanding dues of micro and small enterprises | | | |
| - total outstanding dues of creditors other than micro and small enterprises | | 34,404,957 | 5,430,366 |
| Other current liabilities | 9 | 16,249,052 | 14,041,617 |
| Short-term provisions | 10 | 664,457 | 1,820,573 |
| | | <u>90,139,225</u> | <u>58,529,847</u> |
| Total | | <u><u>164,163,482</u></u> | <u><u>106,775,619</u></u> |
| B ASSETS | | | |
| 1 Non-current assets | | | |
| Fixed assets | | | |
| Tangible assets | 11 | 906,610 | 983,101 |
| Intangible asset | 11 | 17,668,924 | 29,448,206 |
| Long-term loans and advances | 12 | 355,000 | 3,950,502 |
| | | <u>18,930,534</u> | <u>34,381,809</u> |
| 2 Current assets | | | |
| Inventories | 13 | 67,688,163 | 7,043,511 |
| Trade receivables | 14 | 75,770,836 | 47,155,393 |
| Cash and bank balances | 15 | 528,367 | 353,477 |
| Short-term loans and advances | 16 | 1,245,580 | 17,841,429 |
| | | <u>145,232,946</u> | <u>72,393,810</u> |
| Total | | <u><u>164,163,481</u></u> | <u><u>106,775,619</u></u> |

The accompanying notes 1 to 34 are an integral part of the Financial Statements

In terms of our attached report of even date

For Tolia & Associates

Chartered Accountants

Firm Registration Number: 111017W

Kiran P. Tolia

Proprietor

Membership Number: 43637

PRANAV JAYANT SHAH
CHIEF FINANCIAL OFFICER
MEM No: 116293

Mumbai
August 29, 2016



For and on behalf of the Board of Directors
Globalspace Tech Private Limited

SWATI ARORA
COMPANY SECRETARY
MEM No: A44529

Krishna Murari Singh
Director

DIN : 03160366

Nirani Venkitakrishnan Kailasam
Chief Executive Officer & Director

DIN : 06672569

Mumbai
August 29, 2016



Globalspace Tech Private Limited
Statement of Profit and Loss for the year ended March 31, 2016

| | Note No. | For the year 2015-16 INR | For the year 2014-15 INR |
|--|----------|--------------------------------|--------------------------------|
| A Revenue: | | | |
| Revenue from operations | 17 | 139,822,438 | 107,977,385 |
| Total Revenue | | 139,822,438 | 107,977,385 |
| B Expenses: | | | |
| Purchases of stock-in-trade | | 139,097,674 | 33,284,003 |
| Change in inventory of stock-in-trade | 18 | (60,644,652) | 29,949,220 |
| Employee benefits expense | 19 | 16,310,899 | 8,938,863 |
| Finance costs | 20 | 4,767,436 | 3,725,889 |
| Depreciation and amortisation expense | 21 | 12,419,617 | 5,077,650 |
| Other expenses | 22 | 16,560,062 | 17,886,895 |
| Total Expenses | | 128,511,037 | 98,862,520 |
| Profit before tax | | 11,311,402 | 9,114,865 |
| Tax expense: | | | |
| - Current tax | | 1,110,500 | 1,584,248 |
| - MAT credit utilised/(entitlement) | | 3,523,502 | (1,474,341) |
| - Tax adjustment of earlier years (net) | | (1,081,725) | - |
| - Deferred tax- charge | | 1,894,346 | 175,467 |
| Profit after tax | | 5,864,779 | 8,829,491 |
| Earnings per equity share on nominal value of INR 10 (INR 10)each | | | |
| Basic | | 5.93 | 9.31 |
| Diluted | | 5.93 | 9.31 |

The accompanying notes 1 to 34 are an integral part of the Financial Statements

In terms of our attached report of even date

For Tolia & Associates

Chartered Accountants

Firm Registration Number:111017W

Kiran P. Tolia

Proprietor

Membership Number: 43637

PRANAV JAYANT SHAH
CHIEF FINANCIAL OFFICER
MEM No: 116293

SWATI ARORA
COMPANY SECRETARY
MEM No: A44529

For and on behalf of the Board of Directors

Globalspace Tech Private Limited

Krishna Murari Singh

Director

DIN :03160366

Nirani Venkitakrishnan Kailasam

Chief Executive Officer & Director

DIN :06672569

Mumbai

August 29, 2016

Mumbai

August 29, 2016



| | For the year 2015-16 INR | For the year 2014-15 INR |
|---|--------------------------------|--------------------------------|
| A Cash flow from operating activities | | |
| Net profit before taxation | 11,311,402 | 9,114,865 |
| Adjustments for: | | |
| Depreciation and amortisation | 12,419,617 | 5,077,650 |
| Equity shares issued in lieu of professional fees | 3,724,000 | - |
| Finance cost | 4,767,436 | 3,725,889 |
| Operating profit before working capital changes | 32,222,455 | 17,918,404 |
| Adjustments for: | | |
| Increase in trade payables | 28,974,591 | 1,622,096 |
| Increase/(decrease) in other current liabilities | 2,207,435 | 4,490,773 |
| (Increase)/decrease in trade receivables | (28,615,443) | 29,949,219 |
| (Increase) in inventories | (60,644,652) | (29,611,970) |
| Decrease in long term loans & advances | 72,000 | 688,500 |
| (Increase)/decrease in short term loans & advances | 16,595,849 | (15,850,000) |
| Increase in short term provision | 35,607 | - |
| Increase in long term provision | 295,625 | - |
| Cash (used in) operations | (8,856,534) | 9,207,022 |
| Taxes paid (net of refunds, if any) | (1,220,499) | (2,391,248) |
| Net cash (used in) operating activities (A) | (10,077,032) | 6,815,774 |
| B Cash flow from investing activities | | |
| Purchase of fixed assets | (563,844) | (12,684,696) |
| Net cash (used in) investing activities (B) | (563,844) | (12,684,696) |
| Cash flow from financing activities | | |
| Proceeds from short term borrowings | 1,583,467 | - |
| Finance cost | (4,767,436) | (3,727,778) |
| Proceeds from issue of share capital (including securities premium) | 13,999,736 | 8,889,249 |
| Net cash generated from financing activities (C) | 10,815,767 | 5,161,471 |
| Net increase/(decrease) in cash and cash equivalents (A+B+C) | 174,890 | (707,451) |
| Cash and cash equivalents (opening) | 353,477 | 1,060,928 |
| Cash and cash equivalents (closing) | 528,367 | 353,477 |
| Net increase/(decrease) as disclosed above | 174,890 | (707,451) |

Notes:

- 1.Brackets indicate a cash outflow or deduction.
- 2.Components of cash and cash equivalents (closing):

| | As at March 31, 2016 INR | As at March 31, 2015 INR |
|---|--------------------------------|--------------------------------|
| Cash on hand | 358,862 | 351,362 |
| Bank balances on current accounts | 169,505 | 2,115 |
| Cash and cash equivalents as shown above | 528,367 | 353,477 |

The accompanying notes 1 to 34 are an integral part of the Financial Statements

In terms of our attached report of even date

For Tolia & Associates
Chartered Accountants
Firm Registration Number:111017W

Kiran Tolia
Proprietor
Membership Number: 43637

PRANAV JAYANT SHAH
CHIEF FINANCIAL OFFICER
MEM No: 116293

SWATI ARORA
COMPANY SECRETARY
MEM No: A44529

Krishna Murari Singh
Director
DIN :03160366

Nirani Venkitakrishnan Kailasam
Chief Executive Officer & Director
DIN :06672569

Mumbai
August 29, 2016

Mumbai
August 29, 2016



Notes to the Financial Statements

1. (A) Background and nature of operations:

Globalspace Tech Private Limited (the Company) was incorporated in Mumbai, India on December 22, 2010 under the 'Companies Act, 1956'. The Company's business activity is that of providing technology enabled business enhancement solutions .

(B) Basis of preparation of financial statements:

- (i) The financial statements have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards prescribed under Section 133 of the Companies Act, 2013 ('Act') and other provisions of the Act (to the extent notified). The financial statements have been prepared under the historical cost convention, in accordance with the generally accepted accounting principles. The Company follows the mercantile systems of accounting and recognises income and expenditure on an accrual basis except stated otherwise.
- (ii) The preparation of the financial statements in conformity with the Indian GAAP requires the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting periods. These estimates are based upon the Management's best knowledge of current events and actions. Actual results could differ from these estimates.

2 Accounting policies:

Significant accounting policies are summarised below:

(a) Fixed assets:

- (i) Tangible Assets are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any. 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. Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realisable value and are shown separately in the financial statements. Any expected loss is recognised immediately in the Statement of Profit and Loss. 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.
- (ii) Intangible Assets are stated at acquisition cost, net of accumulated amortisation and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over their estimated useful life. A rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use is considered by the Management. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly. Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss.

(b) Depreciation, amortisation and impairment:

(i) Depreciation-tangibles:

Upto the previous year ended March 31, 2015, depreciation was provided at rates as prescribed in Schedule XIV to the Companies Act, 1956. In an earlier year, Schedule XIV has been replaced by Schedule II to the Act, but the same is adopted by the Company during the current financial year. The applicability of Schedule II has resulted in the following changes related to depreciation. Unless otherwise stated, the impact mentioned for the current year is likely to hold good for future years also.

a) Useful lives/ depreciation rates

Considering the applicability of Schedule II, the Management has re-estimated useful lives and residual values of all its fixed assets. Depreciation on all the assets have been provided at the rates and in the manner prescribed in Schedule II to the Act on written down value method. The Management believes that depreciation rates currently used fairly reflect its estimate of the useful lives and residual values of fixed assets. This change in the manner of charging depreciation does not have any material impact on financial statements of the Company.

Depreciation on additions/deductions is calculated pro rata from/to the number of days of additions/deductions. In

(b) Depreciation on assets costing less than ₹5,000

Individual assets costing less than ₹5,000 are depreciated in full in the year of acquisition.

(ii) Amortisation-intangibles:

Intangible assets are initially measured at cost and amortised so as to reflect the pattern in which the asset's economic benefits are consumed.

Expenditure on computer software is amortised on @40% on written down value method.



(iii) **Impairment of assets:**

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. The following intangible assets are tested for impairment each financial year even if there is no indication that the asset is impaired:

(a) an intangible asset that is not yet available for use; and (b) an intangible asset that is amortised over a period exceeding ten years from the date when the asset is available for use.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets such reversal is not recognised.

(c) **Inventories:**

Inventories are valued as follows:

Items of inventories are valued at lower of cost, computed on First In First Out basis and net realisable value. Such costs include material cost and other costs incurred in bringing the goods to their present location and condition. Goods in transit are valued at cost, which represents the costs incurred up to the stage at which the goods are in transit.

(d) **Revenue recognition:**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and it can be reliably measured.

(i) Revenue from domestic sales is recognised on dispatch, which coincides with transfer of significant risks and rewards to customers and stated net of taxes and returns, as applicable. Revenue from exports is recognised when the significant risks and rewards of ownership of goods have been passed to customers.

(iii) Income from services rendered is recognised on due dates of the relevant contracts and is exclusive of service tax, wherever recovered.

(e) **Taxation:**

(i) Tax expense comprises current tax and deferred tax charge or credit.

(a) Current tax is measured at the amounts expected to be paid to the Tax Authorities in accordance with the provisions of the Income Tax Act, 1961 prevailing for the relevant assessment year.

Minimum Alternate Tax ('MAT') credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

(b) Deferred tax charge or credit is measured based on the tax rates and the tax laws enacted or substantively enacted at the Balance Sheet date. Deferred tax charge or credit is recognised, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods in the Statement of Profit and Loss and the cumulative effect thereof is reflected in the Balance Sheet.

(f) **Cash flow statement:**

The cash flow statement is prepared by the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and presents the cash flows by operating, investing and financing activities of the Company. Cash and cash equivalents presented in the cash flow statement consist of cash on hand and balances with banks.

(g) **Foreign currency transactions:**

(i) **Initial recognition:**

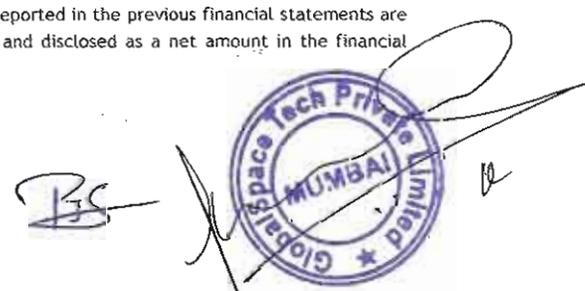
Transactions for import/export of goods are recorded at a rate notified by the customs authorities for invoice purposes. Other foreign currency transactions are recorded in the reporting currency, by applying the foreign currency exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(ii) **Conversion:**

Monetary items are translated at the closing exchange rate as on the date of the Balance Sheet and non-monetary items are reported using the exchange rate that existed on the date of the transaction.

(iii) **Exchange differences:**

Exchange differences arising on settlement of monetary items or on reporting monetary items at rates different from those at which they were initially recorded during the year or reported in the previous financial statements are recognised as income or expenses in the year in which they arise and disclosed as a net amount in the financial statements.



(h) **Employee benefits:**

(i) The present value of the obligation of gratuity is determined based on an actuarial valuation conducted by an independent actuary, using the projected unit credit method. Actuarial gains and losses on such valuation are recognised immediately in the Statement of Profit and Loss.

(ii) The present value of the obligation of leave encashment is determined based on an actuarial valuation conducted by an independent actuary, using the projected unit credit method. Actuarial gains and losses on such valuation are recognised immediately in the Statement of Profit and Loss.

(i) **Earnings per share:**

The basic earnings per share is computed by dividing the net profit or loss attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) and the weighted average number of equity shares outstanding during the year are adjusted for effects of all dilutive potential equity shares, except where the results are anti-dilutive. The number of shares and potentially dilutive equity shares are adjusted for share splits and bonus shares issued including for changes effected prior to the approval of the financial statements by the Board of Directors.

(j) **Provisions, contingent liabilities and contingent assets:**

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the Notes to the Financial Statements. Contingent assets are neither recognised nor disclosed in the Financial Statements.



3 Share Capital:

3.1 Authorised/issued, subscribed and fully paid up:

| Particulars | As at March 31, 2016 | | As at March 31, 2015 | |
|--|-------------------------|-------------------|-------------------------|------------------|
| | Number | INR | Number | INR |
| Authorised share capital: | | | | |
| Equity shares of ₹ 10 (₹ 10)each | 1,500,000 | 15,000,000 | 1,500,000 | 15,000,000 |
| Issued, subscribed and fully paid up: | | | | |
| Equity shares of ₹10 (₹ 10)each | 1,165,176 | 11,651,760 | 948,400 | 9,484,000 |
| Total | 1,165,176 | 11,651,760 | 948,400 | 9,484,000 |

3.2 Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the reporting year:

| Particulars | As at March 31, 2016 | | As at March 31, 2015 | |
|--|-------------------------|-------------------|-------------------------|------------------|
| | Number | INR | Number | INR |
| Outstanding at the beginning of the year | 948,400 | 9,484,000 | 948,400 | 9,484,000 |
| Add: Issue of equity shares for cash | 140,776 | 1,407,760 | - | - |
| Issue of equity shares for consideration other than cash | 76,000 | 760,000 | - | - |
| Outstanding at the end of the year | 1,165,176 | 11,651,760 | 948,400 | 9,484,000 |

3.3 Terms/rights attached to equity shares

Each holder of equity shares is entitled to one vote per equity share. They are entitled to receive dividend proposed by the Board of Directors and approved by shareholders in General Meeting.

During the year ended March 31, 2016, the amount of per share dividend recognised as distribution to equity shareholders was ₹Nil (₹Nil).

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

3.4 Shareholders holding more than 5% of the paid up equity share capital of the Company:

| Particulars | As at March 31, 2016 | | As at March 31, 2015 | |
|------------------------------------|-------------------------|--------------|-------------------------|--------------|
| | No. of shares held | % of holding | No. of shares held | % of holding |
| Name of the shareholders | | | | |
| Dhiraj Kumar Sharma | 185,050 | 15.88 | 295,000 | 31.11 |
| Krishna Murari Singh | 563,085 | 48.33 | 295,000 | 31.11 |
| Sidhartha Xavier | 185,050 | 15.88 | 295,000 | 31.11 |
| Kreteka Investment Private Limited | 56,400 | 4.84 | 56,400 | 5.95 |

3.5 No equity shares have been issued for consideration other than cash and also no bonus shares have been issued in the immediately preceding five previous years.

4 Reserves and surplus:

| | As at March 31, 2016 INR | As at March 31, 2015 INR |
|--|--------------------------------|--------------------------------|
| Securities Premium Account | | |
| Balance at the beginning of the year | 20,285,960 | 20,285,960 |
| Add: Premium on issue of equity shares | 15,555,976 | |
| Balance at the end of the year | 35,841,936 | 20,285,960 |
| Surplus in Statement of Profit and Loss | | |
| Balance at the beginning of the year | 16,918,039 | 8,088,548 |
| Add: Profit for the year | 5,864,779 | 8,829,491 |
| Balance at the end of the year | 22,782,818 | 16,918,039 |
| Total | 58,624,754 | 37,203,999 |



5 Deferred tax liabilities/(assets) (net):

| Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|---|--------------------------------|--------------------------------|
| Deferred tax liability on account of: | | |
| - Difference in WDV between book and income tax records (A) | 3,551,057 | 1,557,773 |
| Deferred tax (asset) on account of: | | |
| - Employee benefits | (98,938) | - |
| Net deferred tax liability (A) - (B) | 3,452,119 | 1,557,773 |
| Opening balance | 1,557,773 | 1,382,306 |
| Deferred tax expenses for the year | 1,894,346 | 175,467 |

6 Long-term provisions:

| Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|--|--------------------------------|--------------------------------|
| Provision for employee benefits | | |
| For gratuity (unfunded)(Refer Note 23) | 188,955 | - |
| For compensated absences (unfunded) | 106,670 | - |
| Total | 295,625 | - |

7 Short term borrowings:

| Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|---|--------------------------------|--------------------------------|
| Secured (Refer Note 7.1) | | |
| Repayable on demand from a bank | | |
| Cash credit | 34,114,074 | 33,813,670 |
| Unsecured (Refer Note 7.2) | | |
| From related parties | 1,673,621 | 1,673,621 |
| From others: | | |
| Inter corporate deposits | 1,750,000 | 1,750,000 |
| From a Non Banking Finance Company (NBFC) | 1,283,063 | - |
| | 4,706,684 | 3,423,621 |
| Total | 38,820,758 | 37,237,291 |

7.1 Details of secured loans:

7.1.1 Primary security: Hypothecation of servers, Pcs, tablets or any such Items lying in the premises, in transit or elsewhere, book debts and other receivables.

7.1.2 Collateral security: Flat No. 1001, Grow More Towers, Kharghar, Panvel - 410210 and E-701, Panchavati Plaza Sector- 5 Ghansoli, Navi Mumbai - 400701 belonging to the directors of the Company and also personal guarantee of directors viz. Krishna Murari Singh, Dhiraj Sharma and Siddhartha Xavier jointly aggregating to ₹50,000,000 (₹50,000,000).

7.1.3 Rate of Interest - 12.70% per annum.

7.2 Details of unsecured loans:

7.2.1 Loans from related parties are repayable on demand and are interest free.

7.2.2 Inter corporate deposits are interest free and repayable on demand.

7.2.3 Loan from a NBFC carries an interest rate of 19.25% and is repayable by February 2017.



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8 Trade payables:

| Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|--|--------------------------------|--------------------------------|
| Total outstanding dues of micro and small enterprises (Refer Note 8.1) | - | - |
| Total outstanding dues of creditors other than micro and small enterprises | 34,404,957 | 5,430,366 |
| Total | 34,404,957 | 5,430,366 |

8.1 Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 :

Amounts due to Micro and Small Enterprises are disclosed on the basis of and to the extent of information available with the Company regarding status of the suppliers, which are as follows :

| Sl no. | Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|--------|---|--------------------------------|--------------------------------|
| 1 | The principal amount and the interest due thereon remaining unpaid to any supplier. | - | - |
| 2 | The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day. | - | - |
| 3 | The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006. | - | - |
| 4 | The amount of interest accrued and remaining unpaid; and | - | - |
| 5 | The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006. | - | - |

9 Other current liabilities:

| Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|---|--------------------------------|--------------------------------|
| Other payables | | |
| Security deposits | 176,500 | 150,000 |
| Statutory dues (service tax, withholding taxes, etc.) | 4,633,591 | 942,925 |
| Advances from customers | 1,798,897 | 4,488,692 |
| Due to Directors | 9,640,064 | 8,460,000 |
| Total | 16,249,052 | 14,041,617 |



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11 Fixed assets as at March 31, 2016:

| Description | Gross block | | | As at March 31, 2016 | Accumulated depreciation/amortisation | | | Net block As at March 31, 2016 |
|--------------------------------|------------------------|----------------|-----------|-------------------------|---------------------------------------|---|--------------------------------|--------------------------------------|
| | As at April 1, 2015 | Additions | Deletions | | Up to April 1, 2015 | Depreciation/a mortisation for the year | On disposals March 31, 2016 | |
| Tangible assets(owned) | | | | | | | | |
| Furniture and fixtures | 56,000 | 263,321 | - | 319,321 | 25,288 | 109,666 | - | 184,367 |
| Office equipments | 860,672 | 257,000 | - | 1,117,672 | 290,358 | 125,058 | - | 702,256 |
| Computer systems | 2,246,687 | 43,523 | - | 2,290,210 | 1,864,612 | 405,611 | - | 19,987 |
| Total (A) | 3,163,359 | 563,844 | - | 3,727,203 | 2,180,259 | 640,336 | - | 906,610 |
| Intangible asset | | | | | | | | |
| Computer software * | 44,532,477 | - | - | 44,532,477 | 15,084,271 | 11,779,282 | - | 17,668,924 |
| Total (B) | 44,532,477 | - | - | 44,532,477 | 15,084,271 | 11,779,282 | - | 17,668,924 |
| Total (A+B) | 47,695,836 | 563,844 | - | 48,259,680 | 17,264,529 | 12,419,617 | - | 18,575,534 |

Note: The Company has for the first time during the year adopted Schedule II to the Act. Accordingly, depreciation charge for the year includes ₹3,79,965 for earlier years.

Fixed assets as at March 31, 2015:

| Description | Gross block | | | As at March 31, 2015 | Accumulated depreciation/amortisation | | | Net block As at March 31, 2015 |
|--------------------------------|------------------------|-------------------|-----------|-------------------------|---------------------------------------|---|--------------------------------|--------------------------------------|
| | As at April 1, 2014 | Additions | Deletions | | Up to April 1, 2014 | Depreciation/a mortisation for the year | On disposals March 31, 2015 | |
| Tangible assets (owned) | | | | | | | | |
| Furniture and fixtures | 56,000 | - | - | 56,000 | 18,546 | 6,742 | - | 30,712 |
| Office equipments | 860,672 | - | - | 860,672 | 35,641 | 254,717 | - | 570,314 |
| Computer systems | 2,246,687 | - | - | 2,246,687 | 1,771,770 | 92,842 | - | 382,075 |
| Total (A) | 3,163,359 | - | - | 3,163,359 | 1,825,958 | 354,301 | - | 983,101 |
| Intangible asset | | | | | | | | |
| Computer software * | 31,847,781 | 12,684,696 | - | 44,532,477 | 10,360,921 | 4,723,350 | - | 29,448,206 |
| Total (B) | 31,847,781 | 12,684,696 | - | 44,532,477 | 10,360,921 | 4,723,350 | - | 29,448,206 |
| Total (A+B) | 35,011,140 | 12,684,696 | - | 47,695,836 | 12,186,878 | 5,077,651 | - | 30,431,307 |

(*Internally generated)



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10 Short term provision:

| Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|--|--------------------------------|--------------------------------|
| Provision for employee benefits | | |
| For compensated absences - unfunded | 35,607 | - |
| Provision- Others | | |
| Provision for tax (net of payments) | 628,850 | 1,820,573 |
| Total | 664,457 | 1,820,573 |

12 Long term loans and advances:

| Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|------------------------------|--------------------------------|--------------------------------|
| (Unsecured, considered good) | | |
| Sundry deposits | 355,000 | 427,000 |
| MAT credit entitlement | - | 3,523,502 |
| Total | 355,000 | 3,950,502 |

13 Inventories:

| Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|-------------------------------|--------------------------------|--------------------------------|
| Stock-in-trade (traded goods) | 67,688,163 | 7,043,511 |
| Total | 67,688,163 | 7,043,511 |

14 Trade receivables:

| Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|------------------------------|--------------------------------|--------------------------------|
| (Unsecured, considered good) | | |
| Over six months | - | - |
| Others | 75,770,836 | 47,155,393 |
| Total | 75,770,836 | 47,155,393 |

15 Cash and bank balances:

| Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|--|--------------------------------|--------------------------------|
| Cash and cash equivalents | | |
| Cash on hand | 358,862 | 351,362 |
| Balances with banks in: current accounts | 169,505 | 2,115 |
| Total | 528,367 | 353,477 |



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16 Short term loans and advances:

| Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|--|--------------------------------|--------------------------------|
| Unsecured ,considered good Loans to employees | 1,245,580 | 241,429 |
| Advance to suppliers | - | 17,600,000 |
| Total | 1,245,580 | 17,841,429 |

17 Revenue from operations:

| Particulars | For the year 2015-16 INR | For the year 2014-15 INR |
|------------------------|--------------------------------|--------------------------------|
| Sale of products | 129,877,327 | 102,509,854 |
| Sale of services (AMC) | 9,945,111 | 5,467,531 |
| Total | 139,822,438 | 107,977,385 |

18 Changes in inventory of stock-in-trade:

| Particulars | For the year 2015-16 INR | For the year 2014-15 INR |
|--|--------------------------------|--------------------------------|
| Closing inventory Stock-in-trade (traded goods) | 67,688,163 | 7,043,511 |
| Opening inventory Stock-in-trade (traded goods) | 7,043,511 | 36,992,731 |
| Total | (60,644,652) | 29,949,220 |



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19 Employee benefits expense:

| Particulars | For the year 2015-16 INR | For the year 2014-15 INR |
|--------------------|--------------------------------|--------------------------------|
| Salaries and bonus | 16,027,031 | 8,769,303 |
| Gratuity | 188,955 | - |
| Employees welfare | 94,913 | 169,560 |
| Total | 16,310,899 | 8,938,863 |

20 Finance costs:

| Particulars | For the year 2015-16 INR | For the year 2014-15 INR |
|-----------------------|--------------------------------|--------------------------------|
| Interest expense | 4,381,782 | 3,447,959 |
| Other borrowing costs | 385,654 | 277,930 |
| Total | 4,767,436 | 3,725,889 |

21 Depreciation & amortisation expenses:

| Particulars | For the year 2015-16 INR | For the year 2014-15 INR |
|--------------|--------------------------------|--------------------------------|
| Depreciation | 640,336 | 354,300 |
| Amortisation | 11,779,282 | 4,723,350 |
| Total | 12,419,617 | 5,077,650 |

22 Other expenses:

| Particulars | For the year 2015-16 INR | For the year 2014-15 INR |
|--|--------------------------------|--------------------------------|
| Rent | 1,422,000 | 2,346,300 |
| Payments to auditor as: (including service tax) | | |
| a. auditor | 150,000 | 20,000 |
| b. for taxation matters | 24,000 | 10,000 |
| Miscellaneous expenses | 3,276,174 | 5,055,847 |
| Conveyance and travelling | 1,749,481 | 2,314,239 |
| Printing and stationery | 180,914 | 492,646 |
| Repairs and maintenance-Others | 150,577 | 1,716,220 |
| Business promotion | 412,546 | 976,215 |
| Legal and professional fees | 4,737,137 | 4,822,910 |
| Equity shares issued in lieu of professional fees | 3,724,000 | - |
| Bank charges | 334,468 | 165,023 |
| (Gain)/loss on foreign currency transactions (net) | 398,765 | (32,505) |
| Total | 16,560,062 | 17,886,895 |



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As per Accounting Standard 15 "Employee benefits", the disclosures as defined in the Accounting Standard are given below

| Sl.No. | Particulars | For the year 2015-16 INR |
|--------|---|--------------------------------|
| (i) | Defined Contribution Plan: Company's contribution to provident fund | NA |
| (ii) | Defined Benefit Plans - Gratuity: | |
| a) | Liability recognised in the Balance Sheet: | |
| 1 | Present value of obligation: | |
| | Opening balance | 127,775 |
| | Service cost | 131,783 |
| | Interest cost | 10,222 |
| | Benefit paid from the fund | NA |
| | Actuarial (gain)/loss on obligation | (80,825) |
| | Closing balance | 188,955 |
| | Less: | |
| 2 | Fair value of plan assets:* | |
| | Opening balance | NA |
| | Expected return on plan assets less loss on investments | NA |
| | Actuarial (loss) on plan assets | NA |
| | Benefit paid from the fund | NA |
| | Employers' contribution | NA |
| | Closing balance | NA |
| | Amount recognised in the Balance Sheet | Nil |
| b) | Expenses during the year : | |
| | Service cost | 10,222 |
| | Interest cost | 131,783 |
| | Expected return on plan assets | NA |
| | Actuarial (gain)/loss | (80,825) |
| | | 61,180 |
| c) | Actual return on plan assets: | NA |
| d) | Break up of plan assets : | |
| (i) | Government of India securities | NA |
| (ii) | Public securities | NA |
| (iii) | State government securities | NA |
| (iv) | Private sector securities | NA |
| (v) | Others (LIC of India - Insurer Managed Fund) | NA |
| e) | Principal actuarial assumptions : | |
| | Retirement age | 58 |
| | Rate of discounting | 8.00% |
| | Expected return on plan assets | N.A. |
| | Rate of increase in salaries | 6.00% |
| | Withdrawal rate | 1.00% |
| f) | Expected contribution for next year | 188,955 |



PS



| Experience adjustment | For the year 2015-16 INR |
|--|--------------------------------|
| Defined benefit obligation | 188,955 |
| Plan assets(including bank balance) | Nil |
| Surplus/(deficit) | Nil |
| Experience adjustments of obligation (gain)/loss | (80,825) |

| Experience adjustment | On plan liability loss INR |
|-----------------------|-------------------------------|
| 2015-16 | (80,825) |

In assessing the Company's post retirement liabilities, the Company monitors mortality assumptions and uses up-to-date mortality tables. The base being the Indian Assured Lives Mortality (2006-08) Ultimate table.

The estimates of future salary increase, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the

The liability towards leave compensated absences amounts to ₹ 35,607 (P.Y. ₹ Nil)

Other disclosures:

| Particulars | As at March 31, 2016 INR |
|----------------------------|--------------------------------|
| Defined benefit obligation | 188,955 |
| Plan assets | NA |
| (Deficit) | (188,955) |

Notes:

1. Disclosures for the previous year ended March 31, 2015 are not made as Payment of Gratuity Act, 1972 was not applicable upto the aforesaid previous year.
2. As gratuity liability is not funded, no disclosures relating to plan assets etc. as required by Accounting Standard (AS) - 15 Employee Benefits are made.



24 Related party disclosures:

24.1 Parties where control/significant influence exists and/or other related parties with whom transactions (material) have taken place include:

| Sl. No | Name of the related party | Relationship |
|--------|--|--|
| 1 | Krishna Murari Singh | Key Management Personnel (KMP's) represented on the Board |
| 2 | Dhiraj Kumar Sharma | |
| 3 | Siddhartha Xavier | |
| 4 | Shreedevi Xavier | Relatives of KMP's |
| 5 | Sodagudi Franacis | |
| 6 | Sudhir Kumar Sharma | |
| 7 | Varsha Sharma | Entities in which KMP's or their relatives are interested |
| 8 | Globalspace Education Technologies Private Limited | |
| 9 | Globalspace Communication Technologies Private Limited | |
| 10 | Globalspace Healthcare Technologies Private Limited | |

24.2 Transactions with related parties:

| Sl. No. | Particulars | For the year 2015-16 INR | For the year 2014-15 INR |
|---------|---|--------------------------------|--------------------------------|
| 1 | Capital transactions | | |
| | Unsecured loans taken Dhiraj Kumar Sharma | - | 295,000 |
| | Unsecured loans repaid Dhiraj Kumar Sharma | - | 295,000 |
| 2 | Revenue transactions | | |
| | Expenses | | |
| | Salary to KMP's* | | |
| | Krishna Murari Singh | 1,333,332 | 1,000,000 |
| | Dhiraj Kumar Sharma | 600,000 | 500,000 |
| | Siddhartha Xavier | 600,000 | 500,000 |

(* excluding incremental liability for gratuity as employee wise breakup of such liability based on estimation is not ascertainable)

24.3 Amounts outstanding for related parties:

| Sl. No. | Particulars | As at March 31, 2016 INR | As at March 31, 2015 INR |
|---------|-------------------------|--------------------------------|--------------------------------|
| 1 | Equity and Liabilities | | |
| | Short term borrowings | | |
| | KMP | | |
| | Siddhartha Xavier | 231,731 | 231,731 |
| | Relatives of KMP's | | |
| | Shreedevi Xavier | 233,694 | 233,694 |
| | Sodagudi Franacis | 121,770 | 121,770 |
| | Sudhir Kumar Sharma | 555,000 | 555,000 |
| | Varsha Sharma | 531,426 | 531,426 |
| | Other liabilities | | |
| | Dues to Directors/KMP's | | |
| | Krishna Murari Singh | 2,920,064 | 2,820,000 |
| | Dhiraj Kumar Sharma | 3,360,000 | 2,820,000 |
| | Siddhartha Xavier | 3,360,000 | 2,820,000 |

Notes:

- (a) Related party relationships are as identified by the Company on the basis of information available and relied upon by the auditors.
- (b) No amount has been written off or written back in respect of debts due from or to related parties.



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25 Value of imports calculated on CIF basis:

| Particulars | For the year 2015-16 INR | For the year 2014-15 INR |
|----------------|--------------------------------|--------------------------------|
| Stock in trade | 94,891,032 | 28,374,787 |
| Total | 94,891,032 | 28,374,787 |

26 Earnings in foreign exchange (on accrual basis):

| Particulars | For the year 2015-16 INR | For the year 2014-15 INR |
|----------------------|--------------------------------|--------------------------------|
| Exports sales at FOB | 1,800,000 | - |
| Total | 1,800,000 | - |

27 Derivative instruments and unhedged foreign currency exposure:

(a) There are no outstanding forward exchange contracts as at the year end.

(b) The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

| Particulars | As at March 31, 2016 | | As at March 31, 2015 | |
|----------------------------|---|----------------|---|----------------|
| | Amounts outstanding in foreign currency | Equivalent INR | Amounts outstanding in foreign currency | Equivalent INR |
| Receivable: | | | | |
| Advances to suppliers | - | - | \$ 256,000 | 17,600,000 |
| Payable : | | | | |
| Trade payables for imports | \$ 3,823,906 | 252,965,203 | \$ 5,464,964 | 342,056,499 |

28 Segment Reporting

The Company has only one business segment viz. providing technology enabled business enhancement solutions and its operations are also confined to one geographical segment i.e. India. As such, no further disclosures under Accounting Standard 17 'Segment Reporting' are required.

29 Earnings per share (EPS):

| Particulars | For the year 2015-16 INR | For the year 2014-15 INR |
|---|--------------------------------|--------------------------------|
| Profit for the year | 5,864,779 | 8,829,491 |
| Amount available for equity share holders | 5,864,779 | 8,829,491 |
| Weighted average number of equity shares (nos.) | 989,830 | 948,400 |
| Basic EPS | 5.93 | 9.31 |
| Diluted EPS | 5.93 | 9.31 |

30 Pursuant to compliance with the provisions of revised Schedule II of the Act, the Management has reviewed / determined the remaining useful lives of the tangible fixed assets. Accordingly, the depreciation on tangible fixed assets is provided for in accordance with the provisions of Schedule II to the Act. On account of the above change, depreciation for the current year is higher by ` 3,79,965.

31 There are no outstanding contingent liabilities and capital commitments as at the balance sheet dates.

32 Loans to employees have not been considered for disclosure u/s 186 (4) of the Act.

33 The accounts of the previous year were audited by another Auditor and opening balances are as per such accounts.

34 Current year's figures are stated in bold prints and previous years figures are regrouped /restated wherever considered necessary and the same are also stated in brackets.

Signatures to Notes 1 to 34 of the Financial Statements

For Tolia & Associates

Chartered Accountants

Firm Registration Number:111017W

Kiran Tolia

Proprietor

Membership Number: 43637

Mumbai

August 29, 2016



For and on behalf of the Board of Directors

Globalspace Tech Private Limited

Swati Arora

COMPANY SECRETARY

MEM No : A44529

Krishna Murari Singh

Director

DIN :03160366

Mumbai

August 29, 2016

Nirani Venkitakrishnan Kailasam

Chief Executive Officer & Director

DIN :06672569

Pranav Jayant Shan

CHIEF FINANCIAL OFFICER

MEM No : 116293

