



ISO 9001 : 2008

CIN No : L32109MH1995PLC091107

Date: 22nd July, 2016

To
Listing Compliance Department
BSE Limited
P.J.Towers
Dalal Street,
Mumbai-400 001

Scrip Code: 537259

Sub: Annual Report of the Company for the year ending 31st March, 2014

Dear Sir/ Madam,

With reference to the abovementioned subject, please find enclosed the Annual Report of the Company for the year ending 31st March, 2014

For **Suyog Telematics Limited**

A handwritten signature in blue ink, appearing to read "Vedika Gupta", is written over the typed name.

Vedika Gupta
Company Secretary and Compliance Officer
ACS: 40698



Independent Auditor's Report to the Members of Suyog Telematics Limited

Report on Financial Statements

We have audited the accompanying financial statement of **SUYOG TELEMATICS LIMITED**, which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year ended, and a summary of Significant accounting policies and other explanatory statements.

Management Responsibility for the Financial Statements

The Company's management is responsible for the preparation of these financial statement that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting standards referred to in sub-section (3C) of section 211 of the companies act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to preparation and presentation of the financial statement that give a true and fair view and free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 amount and disclosure in financial statements. The procedure selected depends on the auditor's judgment, including the assessment of risk of the material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the financial statements in order to design audit procedure that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimate made by management, 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 audit opinion.



Independent Auditor's Report to the Members of Suyog Telematics Limited

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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 principal generally accepted in India subject to note no. 3.h

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) In the case of the Statement of Profit & Loss, of the profit for the year ended on that date: and
- c) In the case of the Cash flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements:-

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") as amended by companies (Auditor's Report) Amendment Order, 2004 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the act, we report that:
 - a. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the 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, the Statement of Profit & Loss, and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - d. Also comply with the accounting standards referred to in sub-section (3c) of section 211 of the Companies Act, 1956;
 - e. On the basis of written representations received from the directors, as on March 31, 2014, and taken on record by the Board of Directors, we report that none of the director is disqualified as on March 31, 2014 from being appointed as director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;



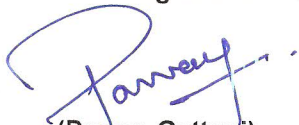
Independent Auditor's Report to the Members of Suyog Telematics Limited

- f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the company.

For Maheshwari & Co.

Chartered Accountants

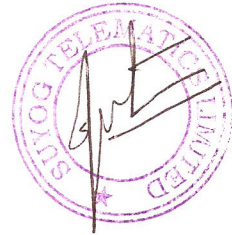
Firm Registration Number: 105834W



(Pawan Gattani)

Partner

Membership Number: 144734



Place: Mumbai

Date: May 30, 2014

Independent Auditor's Report to the Members of Suyog Telematics Limited

Annexure to Independent Auditor's Report

Report in terms of Paragraph 4 and 5 in Section 227(4A) of the Companies Act, 1956 (Companies (Auditor's Report) Order, 2003), issued by the Central Government:

1. FIXED ASSETS

- a. The company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets;
- b. As explained to us, the assets have been physically verified by the management in accordance with a phased program of verification of its Fixed Assets including Capital Work in Progress adopted by the Company which, in our opinion, is reasonable, considering the size and the nature of its business. No material discrepancies have been noticed on such physical verification, *however no such report provided to us for verification*;
- c. According to information and explanations given to us, the company has not disposed off substantial part of its fixed assets during the year and the going concern status of the company is not affected.

2. INVENTORIES

- a. According to the information and explanations given to us, the inventory has been physically verified by the management during and at the close of the year.
- b. In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management as evidenced by the written procedures and instructions are reasonable and adequate in relation to the size of the company and nature of its business.
- c. The company is maintaining proper records of inventory. As explained to us, no discrepancies were noticed on physical verification between physical stocks and book records. *However, physical verification reports are not produced before us for verification.*

3. LOANS AND ADVANCES GRANTED / TAKEN FROM CERTAIN ENTITIES

In respect of the loans, secured or unsecured, granted or taken by the Company to/from companies, firms or other parties covered in the Register maintained under Section 301 of the Companies Act 1956:



Independent Auditor's Report to the Members of Suyog Telematics Limited

- a. According to the information and explanations given to us, the company has granted unsecured loan. The amount and number of parties involved are INR 42334853/- and 3 respectively with closing balance being INR 49856308/- of 3 parties respectively.
- b. The company has granted aforementioned advances as *non-interest bearing* advances.
- c. Terms and conditions for the repayment of the loan granted at clause (a) above is not specified, hence regularity of receipt of loan amount could not be commented upon.
- d. In view of clause 3(c) above, clause 3(d) are not applicable.
- e. According to the information and explanations given to us, the company has not taken unsecured loan.

4. INTERNAL CONTROL SYSTEM

In our opinion and according to the information and explanations given to us, there is internal control system for the purchase of inventory and fixed assets and for the sale of goods and services commensurate with the size of the company and the nature of its business.

5. CONTRACTS OR ARRANGEMENT REFERRED TO IN THIS SECTION 301 OF THE COMPANIES ACT, 1956

- a) According to the information and explanations given to us, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the act that need to be entered in the Register required to be maintained under that section, have been entered; and
- b) In our opinion and according to the information and explanations given to us, in respect of transactions which have been made in pursuance of contracts or arrangement entered in the register maintained under Section 301 and exceeding the value of **INR 5,00,000/-** in respect of any party during the period, have been made at prices which are reasonable having regard to the prevailing market price at the relevant time, where comparable market price exist.

6. ACCEPTANCE OF DEPOSITS

In our opinion and according to the information and explanations given to us, the company has complied with the provision of section 58A or 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public. According to the information and explanation given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal.



Independent Auditor's Report to the Members of Suyog Telematics Limited

7. INTERNAL AUDIT SYSTEM

In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

8. COST RECORDS

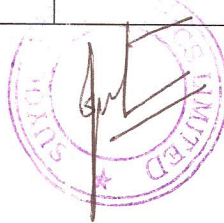
We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under Section 209(1)(d) of the Companies Act, 1956 and are of the opinion that prima facie the , prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

9. STATUTORY DUES

According to the information and explanations given to us, in respect of statutory and other dues:

- a) According to the records of the Company, the company has been generally regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Sales tax, Wealth tax, Service tax, Custom duty, Excise duty, cess and any other statutory dues, with appropriate authorities and the extent of the arrears of outstanding statutory dues as at the last day of the financial year are INR 12914441/-, INR 102975/-, INR 313428/-, INR 7206173/- on account of Service Tax, Professional Tax, Income Tax & TDS respectively.
- b) According to the information and explanations given to us, no undisputed amounts payable in respect of sales tax, wealth tax, customs duty and excise duty were outstanding, as at March 31, 2014 for a period of more than six months from the date were they became payable except the followings.

Sr. No.	Particulars	Outstanding Amount (INR)	Period to which Amount Relates
1	Income Tax	3,13,428	2009-10
2	Service Tax	36,62,760	2013-14
	Service Tax	15,40,700	2012-13
	Service Tax	5,39,692	2011-12
	Service Tax	7,76,042	2009-10
	Service Tax	5,00,000	2010-11



Independent Auditor's Report to the Members of Suyog Telematics Limited

3	Professional Tax	24,700	2010-11
	Professional Tax	48,075	2011-12
	Professional Tax	11,850	2012-13
4.	Tax Deducted at Source	54,97,513	2012-13

10. ACCUMULATED LOSSES

The Company has no accumulated losses at the end of the financial year and it has not incurred any cash losses during the financial year covered by our audit and in the immediately preceding financial year.

11. DUES TO FINANCIAL INSTITUTIONS, BANKS AND DEBENTURE HOLDERS

According to the information and explanations given to us and based on the documents and records produced to us, the Company has not defaulted in repayment of dues to any financial institutions or banks or debenture holders as at the year ended;

12. SECURITY FOR LOANS & ADVANCES GRANTED

According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities and accordingly, this clause is not applicable to the Company;

13. SPECIAL STATUTE

In our opinion and according to the information and explanations given to us, the nature of activities of the Company does not attract any special statute applicable to chit fund and nidhi / mutual benefit fund/ societies and accordingly, this clause is not applicable to the Company;

14. DEALINGS/TRADING IN SHARES, SECURITIES, DEBENTURES AND OTHER INVESTMENTS

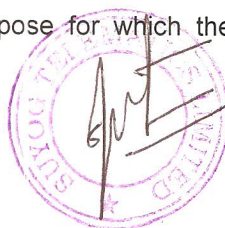
The Company does not deal or trade in shares, securities, debentures and other investments and hence, this clause is not applicable to the Company;

15. GUARANTEES GIVEN

According to the information and explanations given to us, the company has not given any guarantee for loans taken from banks or financial institutions by others, therefore the provisions of clause 4(xv) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.

16. TERM LOANS

In our opinion and according to the information and explanation given to us, the term loans have been applied by the Company during the year for the purpose for which they were obtained, other than temporary deployment pending application.



Independent Auditor's Report to the Members of Suyog Telematics Limited

17. UTILISATION OF FUNDS

According to the information and explanations given to us, on an overall examination of the Balance Sheet and Cash Flows of the Company, we report that the Company has not utilized funds raised on short-term basis for long-term investment;

18. PREFERENTIAL ALLOTMENT OF SHARES

During the year, the Company has not made any preferential allotment of shares to parties and companies covered under register maintained under section 301 of the Companies Act, 1956 and this clause is not applicable to the Company;

19. SECURITY FOR DEBENTURES ISSUED

The Company has not issued any debentures during the year and accordingly, this clause of the order is not applicable to the Company;

20. PUBLIC ISSUE OF EQUITY SHARES

We have verified the end use of funds raised by public issue during the year as disclosed in note 4(h) to the financial statements;


21. FRAUDS NOTICED

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

For Maheshwari & Co.

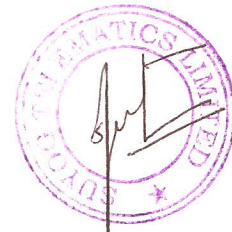
Chartered Accountants

Firm Registration Number: 103854W


(Pawan Gattani)

Partner

Membership Number - 144734



Place: Mumbai

Date: May 30, 2014

Suyog Telematics Limited
Balance Sheet as at March 31, 2014

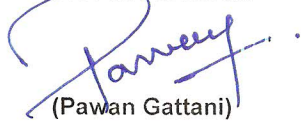
Amount in INR

Particulars	Note No.	As at March 31, 2014	As at March 31, 2013
<u>EQUITY AND LIABILITIES</u>			
Shareholder's Fund			
Share Capital	4	64,620,000	23,250,000
Reserves and Surplus	5	41,544,405	33,645,252
		106,164,405	56,895,252
Non Current Liabilities			
Long Term Borrowings	6	37,310,833	-
Deferred Tax Liabilities (Net)	7	1,098,458	(131,439)
		38,409,291	(131,439)
Current Liabilities			
Short Term Liabilities	8	69,393,711	90,659,001
Trade Payables		6,449,864	9,351,609
Other Current Liabilities	9	50,324,495	38,553,376
Short Term Provisions (Net)	10	(4,801,239)	(760012)
		121,366,831	137,803,974
Total		265,940,527	194,567,787
<u>ASSETS</u>			
Non Current Assets			
Fixed Assets	11		
Tangible Assets		104,927,167	47,060,988
Capital Work-in-Progress		15,856,314	6,595,860
Non-current investments	12	10,832,000	-
Long Term Loans and Advances	13	72,658,967	76,717,843
Other Non Current Assets	14	15,473	1,144,162
		204,289,922	131,518,853
Current Assets			
Inventories	15	5,785,650	3,025,470
Trade Receivables	16	23,757,097	16,866,389
Cash and Cash Equivalents	17	3,181,965	468,950
Short Term Loans and Advances	18	27,346,566	42,200,190
Other Current Assets	19	1,579,326	487,936
		61,650,604	63,048,934
Total		265,940,526	194,567,787

Significant Accounting Policies & Notes on Financial Statements 1 to 25

Read with Accounting Policies and Notes on Financial Statements
As per our report of even date attached

For Maheshwari & Co.
Chartered Accountants
ERN No. 105834W


(Pawan Gattani)
Partner

Membership Number - 144734



For and on behalf of the Board of Directors of
For M/s. Suyog Telematics Limited Suyog Telematics Limited

For M/s. Suyog Telematics Limited

Director

(Shivshankar Lature)
Managing Director

(Vivek Lature)
Executive Director

Place : Mumbai
Date : May 30, 2014

Suyog Telematics Limited
Statement of Profit and Loss Account for the Year ended March 31, 2014

Particulars	Note No.	Amount in INR	
		For the year ended March 31, 2014	For the year ended March 31, 2013
I. Revenue from Operations	20	117,156,920	88,879,028
II. Other Income	21	14,961	736,023
III. Total Revenue (I + II)		117,171,881	89,615,050
IV. Expenses:			
Cost of Materials Consumed	22	4,775,419	6,001,435
Purchases of Stock-in-Trade		-	504,564
Employee Benefits Expenses	23	5,206,890	4,520,116
Finance Costs	24	14,077,941	13,945,089
Depreciations	11	9,492,701	5,051,488
Other Administrative Expenses	25	68,020,811	44,531,944
Total Expenses		101,573,762	74,554,637
V. Profit before Exceptional and Extraordinary items and Tax (III-IV)		15,598,119	15,060,413
VI. Exceptional items and Extraordinary Items		-	-
VII. Profit Before Tax (V - VI)		15,598,119	15,060,413
VIII. Tax Expense:			
(1) Current tax		5,099,069	5,347,082
(2) Deferred tax		1,229,897	(243,144)
IX. Profit (Loss) for the period from continuing operations (VII-VIII)		9,269,153	9,956,475
X. Profit from Discontinuing Operations		-	-
XII. Profit / (Loss) for the year (X+XI)		9,269,153	9,956,475
X. Earnings per Equity Share:			
Basic EPS		2.25	4.32
Diluted EPS		1.87	4.32
IX. Number of Shares taken for Calculation of EPS Basic & Diluted			
Weighted Average Number of Equity Shares - Basic		4,113,411	2,306,767
Weighted Average Number of Equity Shares - Diluted		4,947,863	2,306,767
Significant Accounting Policies & Notes on Financial Statements	1 to 25		

Read with Accounting Policies and Notes on Financial Statements
As per our report of even date attached

For Maheshwari & Co.
Chartered Accountants
Firm Registration Number - 105834W

(Pawan Gattani)
Partner
Membership Number - 144734



For and on behalf of the Board of Directors of
Suyog Telematics Limited

For M/s. Suyog Telematics Limited
For M/s. Suyog Telematics Limited

(Shivshankar Lature)
Managing Director

(Vivek Lature)
Executive Director

Place : Mumbai
Date : May 30, 2014

Cash Flow Statement for the Year Ended March 31, 2014

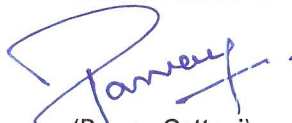
(Amount in INR)

Particulars	2013 - 2014	2012 - 2013
A. Cash flows from Operating Activities:		
Profit before Taxation	15,598,119	15,060,413
Adjustments for:		
Depreciation	9,492,701	5,051,488
Bad Debts Written Off	340,546	1,265,388
Interest Expense	14,077,941	13,945,089
Interest Income	(14,961)	(311,393)
Profit on Sale of Assets	-	(392,368)
Operating Profit before Working Capital Changes	39,494,346	34,618,618
Working Capital Changes:		
Trade and Other Receivables	(7,231,255)	(7,609,437)
Inventories	(2,760,180)	4,430,770
Loans and Advances and Other Assets	18,949,798	(58,559,105)
Trade Payables, Other Liabilities & Provisions	(12,395,916)	85,388,497
	(3,437,551)	23,650,726
Cash Generated from Operations	36,056,795	58,269,344
Taxes Paid	(9,140,296)	(6,384,324)
Net Cash used in Operating Activities	26,916,499	51,885,021
B Cash Flows from Investing Activities:		
Purchase of property, plant and equipment	(76,619,334)	(39,317,838)
Interest Received	14,961	311,393
Investments in Shares	(10,832,000)	-
Net Cash used in Investing Activities	(87,436,373)	(39,006,445)
C Cash Flows from Financing Activities:		
Proceeds from Share Capital/Premium	40,000,000	1,000,000
Repayment of borrowings (Net)	-	-
Proceeds from borrowings (Net)	37,310,833	-
Interest paid	(14,077,941)	(13,945,089)
Net Cash Generated from Financing Activities	63,232,892	(12,945,089)
D Net increase in Cash and Cash Equivalents = (A+B+C)	2,713,017	(66,514)
E Cash and Cash Equivalents at beginning of period	468,950	535,465
F Cash and Cash Equivalents at end of period = (D+E)	3,181,966	468,950

Read with Accounting Policies and Notes on Financial Statements

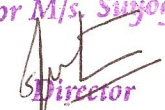
As per our report of even date attached


For Maheshwari & Co.
Chartered Accountants
FRN No. 105834W


(Pawan Gattani)
Partner
M. No. 144734



For and on behalf of the Board of Directors of

For M/s. Suyog Telematics Limited
Suyog Telematics Limited
For M/s. Suyog Telematics Limited

Director
(Shivshankar Lature)
Managing Director


Director
(Vivek Lature)
Executive Director

Place : Mumbai

Date : May 30, 2014

SUYOG TELEMATICS LIMITED

Significant Accounting Policies and Notes on Financial Statements for the year ended on March 31, 2014

1. Company Background

SUYOG TELEMATICS LIMITED (the "Company") is serving Mobile Telecom Industry as Service provider of Telecommunication Products and Services. The Company makes available Telecommunication products such as Telecommunications Cables, Telecommunication Panels, Diesel Generators, Earth Strips, Batteries, Electric Power Cable, Fiber Cable and Galvanized Poles etc. in different specifications stated by the buyers. Having association to bring Funicular Ropeway Project to India for the first time, the company has emerged as a prominent name in telecommunication industry. As well, the company is a name to reckon with when it comes to Monopole sites for telecom operators and acquisition of special properties and Project Management. *The name of the company has been changed from **Suyog Telematics Private Limited** to **Suyog Telematics Limited** on July 27, 2013*

2. Statement of Significant Accounting Policies

i) **Basis of preparation of financial statements**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. These financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) [Companies (Accounting Standards) Rules, 2006, as amended] and the other relevant provisions of the Companies Act, 1956.

ii) **Use of Estimates**

The presentation of financial statements in conformity with the generally accepted accounting principles require estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenue and expenses during the reported period. Differences between the actual result and estimates are recognized in the period in which the results are known/materialize.

iii) **Cash Flow**

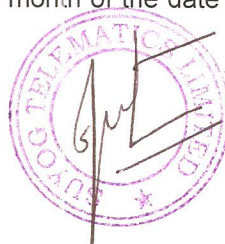
Cash flow statement has been prepared in accordance with the "indirect method" as explained in the Accounting Standard 3 issued by the Institute of Chartered Accountants of India.

iv) **Fixed Assets**

Fixed Assets are stated at cost of acquisition less accumulated depreciation thereon. Fixed Assets are accounted at cost of acquisition inclusive of inward freight, duties taxes and other incidental expenses related to acquisition and installation of Fixed Assets incurred to bring the assets to their working condition for their intended use.

v) **Depreciation**

Depreciation is provided for in the books on written down value method as per the rates prescribed under Schedule XIV of the Companies Act 1956 except on pole. *Depreciation provided on pole is on straight line method considering the estimated useful life of 7 years & Depreciation Provided on Duct & Tower is on Straight Line Method considering the estimated useful life of 10 years.* A Depreciation has been charged from the month of the date of purchases/commissioning of the assets acquired/installed during the period.



vi) Income Recognition

Revenue from the installation services is recognized on transfer of the title as per the Contact Terms with the Customer. Revenue from fixed-price, fixed-time frame contracts, where there is no uncertainty as to the measurement or collectability of consideration that will be derived on completion of the contract, is recognized as per the percentage of completion method. Interest on deposits, Rent and Maintenance is accounted for on the time proportion basis.

vii) Foreign Currency Translation

Foreign currency transactions are recorded in the books at exchange rates prevailing on the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the period are recognized as income or expense in the profit and loss account of the same period. Foreign currency assets and liabilities are translated at the period end rates and the resultant exchange differences, are recognized in the profit and loss account.

viii) Borrowing Cost

Borrowing Costs that are directly attributable to the acquisition or production of qualifying assets are capitalized as the cost of the respective assets. Other Borrowing Costs are charged to the Profit and Loss Account in the period in which they are incurred.

ix) Employees benefits

All employee benefit obligations payable wholly within twelve months of the rendering the services are classified as Short Term Employee Benefits. Such Benefits are estimated and provided for in the period in which the employee renders the related service.

x) Inventories

Inventories are measured at lower of the cost and net realizable value. Cost of inventories comprises all costs of purchase (net of input credit) and other costs incurred in bringing the inventories to their present location and condition. Costs of consumable and materials are determined by using the First-In First-Out Method (FIFO).

xi) Investments

Investments are carried at cost. Decline in the value of long term investments is recognised only if considered other than temporary. Current investments are carried at the lower of cost and quoted/ fair value.

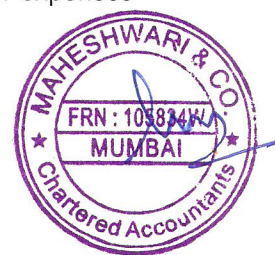
xii) Accounting for taxes on Income

a) Income tax comprises the current tax and net change in deferred tax assets, which are made in accordance with the provisions as per the Income Tax Act, 1961.

b) Deferred Tax resulting from timing differences between accounting income and taxable income for the period is accounted for using the tax rates and laws that have been enacted or substantially enacted as at the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax asset can be realized.

xiii) Leased Assets :

Assets acquired on leases where a significant portion of the risks and rewards of the ownership are retained by the lessor, are classified as Operating Leases. The rental and all other expenses of leased assets are treated as revenue expenditure.



xiv) Provisions and Contingent Liabilities

The Company recognizes a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

xv) Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an assets may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or recoverable amount of the cash generating unit to which the assets belongs is less than the carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as impairment loss and is recognized in the profit and loss account. If at the balance date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the assets is reflected at the recoverable amount.

xvi) Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents.

3. Notes on Financial Statements

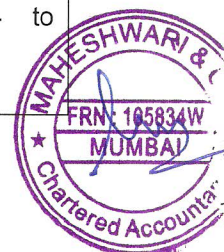
a. Segment Reporting

The Company is mainly engaged in single segment business of Telecommunication Products and Services, which is managed as one entity and governed by a similar set of risk and returns. Further, operations of the Company is confined to the single geographic segment i.e. India and does not qualify for reporting as geographic segment. Further, in view of the Accounting Standard Interpretation (ASI) 20, issued by the Institute of Chartered Accountants of India for companies operating in single segment, the disclosure requirements as per Accounting Standard 17 "Segment Reporting" are not applicable to the Company

- b. **CONTINGENT LIABILITIES:** As explained to us by the management that there are no Contingent Liabilities for Income Tax Assessment Pending since AY 2012-2013 to AY 2013-2014 and as explained by management no any court cases are pending against company in any matter.

As explained by the management, this is to state that company has given three Bank Guarantees during the financial year details of the same areas under:

Sr. No.	Party Name	Amount (INR)
i.	BG Issued in favour of Bharat Sanchar Nigam Limited, Mumbai Guarantee No. 0505014BG0000287 issued by State Bank of India, Trade Finance CPC, Lower Parel, Mumbai	INR 20,00,000/- From 25/01/2014 to 24/09/2014
ii.	BG Issued in favour of Maharashtra Industrial Development Corporation, Mumbai Guarantee No. 0505014BG0000051 issued by State Bank of India, Trade Finance CPC, Lower Parel, Mumbai	INR 2,52,900/- From 07/01/2014 to 02/01/2015



iii.	BG Issued in favour of Maharashtra State Electricity Distribution Corporation Limited, Mumbai Guarantee No. 0505014BG0002101 issued by State Bank of India, Trade Finance CPC, Lower Parel, Mumbai	INR 1,00,000/- From 18/07/2013 to 17/07/2014
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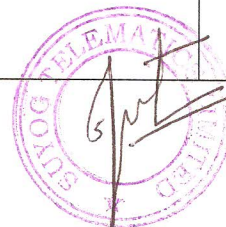
- c. In view of Accounting Standard required by AS-28 "Impairment of Assets" issued by ICAI, the company has reviewed its fixed assets and does not expect any loss as on 31st March, 2014 on account of impairment.
- d. Income and Expenditures in Foreign Currency: Nil
- e. *Purchases of material for consumption and installation of polls and towers was made during the financial year include purchases from Unregistered Dealers.*

f. Events Occurring After Balance Sheet Date

No significant events have occurred after the Balance sheet date till the signing of report which could affect the financial position as on 31st March, 2014 to a material extent, have been reported by the management

- g. In the opinion of the management, current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated and similarly all liabilities are payable as on balance sheet date.
- h. ***Balances of Long Term Liabilities, Current Liabilities i.e. Trade Payables, Short Term Liabilities & Other Current Liabilities & Long Term Loans and Advances, Other non Current Assets, Trade Receivables, Short Term Loans and Advances, Sundry Deposits and Other Current Assets are subject to Confirmations, Reconciliation and Consequential Adjustments, if any thereon.***
- i. In view of multiplicity and difficulty in identification of accounts to Micro, Small and Medium Enterprises, information with regard to amount unpaid at the yearend together with the interest paid / payable under the MSMED Act, 2006 as required under to the Companies Act, 1956 is not disclosed.
- j. Secured Loans: The details of Secured Loans balances as on 31.03.2014 and the securities offered for each loan is as under:

Sr. No.	Name of Institution	Mortgage Property	Outstanding as on March 31, 2013 Amount (INR)
i.	State Bank Of India, Industrial Finance Branch, Malad West, Mumbai.	<ul style="list-style-type: none"> ➤ Hypothecation of Current Assets of the Company and Equitable Mortgage Charge against Collateral of ➤ Gala No. 41, 1st Floor, Suyog Industrial Premises Cooperative Society, LBS Marg, Vikhroli (West), Mumbai 83 in the name of Mr. Gurushantappa N Lature. 	3,12,98,411/- (OD / CC Account) 4,57,10,833/- (Term Loan)



	<ul style="list-style-type: none"> ➤ Flat No. 6, 2nd Floor, Kaveri Apartments, Plot No. 122/C & CTS No. 11/24 (11/28), Village Tirandaz Tal, Powai, Mumbai in the name of Mrs. S.S. Lature: ➤ Flat No. 5, 2nd Floor, Kaveri Apartments, Powai, Mumbai in the name of Mr. S. G. Lature: ➤ Flat No. 801, A-Wing, Manas Residency, Three Petrol Pump, L.B.S. Marg, Panchpakhadi, Thane (W) in the name of Mr. S. G. Lature: ➤ Unit No. G-18, 1st Floor, Suyog Industrial Premises Coperative Society, LBS Marg, Vikhroli (West), Mumbai 83 in the name of Mr. S.G. Lature. 	
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k. Prior Period and Extra Ordinary Items

S. No.	Particulars	Amount (INR)
i.	Prior Period Expenses	
	- Tax on additional salary of Earlier Years	25,750

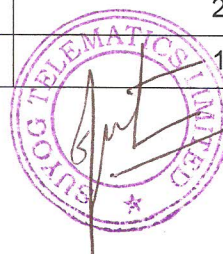
l. Payment to Auditors:

Particulars	31.03.2014	31.03.2013
Audit Fees	1,75,000	1,75,000
Tax Audit	-	-
Other Matters	-	-
Total	1,75,000	1,75,000

Note: Figures are exclusive of Service Tax.

m. Earnings per share is calculated by dividing the profit/(loss) attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. The numbers used in calculating the basic and diluted earnings per share are stated below:

Sr. No.	Particulars	31.03.2014	31.03.2013
i.	Net profit for the year as per profit and loss accounts (INR)	92,64,675	99,56,475
ii.	Weighted Average number of Equity Shares – for calculation of Basic EPS	41,13,441	23,03,767
iii.	Weighted Average number of Equity Shares – for calculation of Diluted EPS	49,47,863	23,03,767
iv.	Nominal value per share (INR)	10	10
v.	Basic Earnings per Share	2.25	4.32
vi.	Diluted Earnings per Share	1.87	4.32



n. Related party transactions:

i. Related Parties and their Relationship

Key Management Personnel:

- Gurushantappa N Lature – Director
- Shivshankar G Lature – Director
- Vivek Lature - Director

Relative of the Director

- Suchitra Lature

Enterprises over which Key Management personnel are able to exercise significant influence:

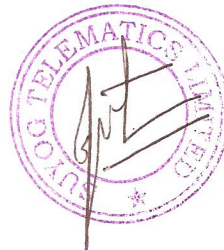
- Suyog Telematics
- Suyog Gurbaxani Funicular Ropeways Pvt. Ltd.

ii. Transactions with related parties during the year ended March 31, 2014:

Nature of Transaction	Key Management Personnel	Others	Total
Loan & Advances Granted	Nil	42,334,853/-	42,334,853/-
Loan & Advances Received Back	Nil	36202191/-	36202191/-
Security Deposit Given for premises taken on Rent	40,00,000/-	Nil	40,00,000/-

iii. Balances with Related Parties during the year ended March 31, 2014:

Name of the Party	Amount (INR)
Mr. Shivshankar Lature (Outstanding Balance of Deposits for Various Office Premises)	4,35,00,000/-
M/s Suyog Telematics (Prop. Mr. SG Latur)	6,31,639/-
Suyog Urja Private Limited	141641/-
Suyog Gurbaxani Funicular Ropeways Pvt. Ltd.	5583028/-



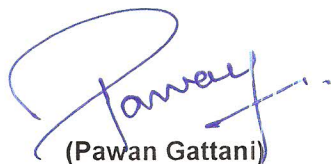
iv. Disclosure of Material Transactions with Related Parties during the year ended March 31, 2014:

Particulars	Amount (INR)
<u>Deposits given during the Year for Office Premises</u>	
- Suyog Telematics (Prop Mr. Shivshankar Lature)	Receipt - 40,00,000/-
<u>For Loans and Advances</u>	
- Suyog Telematics (Prop Mr. Shivshankar Lature)	Payments – INR 28,670,191/- Receipts – INR 29,194,075/-
<u>For Rent – Office Gala No. 1</u>	
- Mr. G. N. Lature	2,40,000/-
<u>For Remuneration</u>	
- Vivek Lature	6,00,000/-
- Shiv Shankar Lature	900000/-
<u>For Loans and Advances</u>	
- Suyog Urja Private Limited	25,750/-
<u>For Loans and Advances</u>	
- Suyog Gurbaxani Funicular Ropeways Private Limited	Payments – INR 13115028/- Receipt – INR 7532000/-
<u>For Investments in Equity Shares of</u>	
- Suyog Gurbaxani Funicular Ropeways Private Limited	INR

- o. Prior Year Comparatives: These financial statements have been prepared in the format prescribed by the Revised Schedule VI to the Companies Act. Previous period figures have been recasted / restated to conform to the classification of the current period.

As per our Report of even date attached

For Maheshwari & Co.
Firm Registraion Number – 105834W
Chartered Accountants


(Pawan Gattani)
Partner

Membership Number - 144734



For and on behalf of Board of Directors of
Suyog Telematics Limited

For M/s. Suyog Telematics Limited *For M/s. Suyog Telematics Limited*


(Shivshankar Lature)
Managing Director


(Vivek Lature)
Executive Director

Place: Mumbai
Date: May 30, 2014

Suyog Telematics Limited

Notes on Financial Statements for the Period ended March 31, 2014

The previous year figures have been regrouped / reclassified, wherever necessary to conform to the current year presentation.

4 Share Capital	Amount in INR				
	Particulars	As at 31 March 2014		As at 31 March 2013	
		Number	Amount	Number	Amount
Authorised Capital:					
Equity Shares of Rs 10/- each	10,000,000	100,000,000	10,000,000	100,000,000	
Total	10,000,000	100,000,000	10,000,000	100,000,000	
Issued, Subscribed & Paid up Capital :					
Equity Shares of Rs 10/- each	6,462,000	64,620,000	2,325,000	23,250,000	
Total	6,462,000	64,620,000	2,325,000	23,250,000	

a. Reconciliation of the Share Outstanding at the beginning and at the end of the Reporting Period

Equity Shares

Outstanding at the beginning of the Financial Year	2,325,000	23,250,000	2,100,000	21,000,000
Issued during the Year	4,137,000	41,370,000	225,000	2,250,000
Less: Buy Back during the year	-	-	-	-
Outstanding at the end before subdivision	6,462,000	64,620,000	2,325,000	23,250,000
Subdivision of equity shares of INR 100 each into 10 shares of INR 10 each			23,250,000	2,325,000,000
Outstanding at the end of the Financial Year	6,462,000	64,620,000	2,325,000	23,250,000

b. Terms and Rights attached to Equity Shares

The company has only one class of equity shares having a par value of INR 10/- per share. Each holder of equity shares is entitled to one vote per share.

c. Shares held by holding/ultimate holding company and/or their subsidiaries/associates

Name of Shareholder	Number of Shares	% of Total Shares
Nil		

d. Aggregate number of bonus shares issued, share issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

No Shares are issued for consideration other than Cash. 232500 shares issued as Bonus shares during the reporting period 150000 shares are issued during 2009 as fully paid shares by way of Bonus Issue.

e. Details of shareholders holding more than 5% shares in the company

Name of Shareholder	No. of Shares	% of Total Shares	No. of Shares	% of Total Shares
Shivshankar Lature	4,032,000	62.40	2,011,500	86.516
Aryaman Broking Limited	402,000	6.22	-	-
Omprakash Gurbaxani Jointly with Rajkumar Gurbaxani	400,000	6.19	20,000	0.860
Total	4,834,000	74.807	2,031,500	87.376

f. There are no calls remaining unpaid as on March 31, 2014, hence no disclosure is required pursuant to Note no. 6(A)(k) of Part I of Schedule VI to the Companies Act, 1956.

g. Terms and Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of INR 10/- per share. Each holder of equity share is entitled to one vote per share.



h. Fund raised through Initial Public offer

During the year the Company issued 18,12,000 equity shares having a face value of Rs.10 per share at a price of Rs. 25 per share (including premium of Rs.15 per share) through an initial public offering (IPO). Out of the proceeds aggregating Rs.4.53 crores, a sum of Rs. 1.812 crores is credited to Share Capital and the balance amount of Rs. 2.718 crores is credited to Securities Premium Account. Share issue expenses aggregating Rs. 0.53 crores have been charged to the Securities Premium Account in accordance with the provisions of Section 78(2) of the Companies Act, 1956.

The amount raised Rs. 4.53 crores has been utilised in the following manner as on March 31, 2014.

Particulars	Amount in Rs. (In Lacs)
Fund received through IPO	453.00
Utilisation of Fund	
Installation of New roof top towers & new ground based poles	300.00
Upgradation & Replacement of existing Towers & Poles	100.00
Issue related expenses	53.00
Total Fund Utilised upto 31st March 2014 (Refer Note No. 3(e))	453.00

5 Reserves and Surplus

Particulars	Amount in INR	
	As at March 31, 2014	As at March 31, 2013
(a) Securities Premium Account		
Opening Balance	2,750,000	-
Add : Securities Premium Credited on Share Issue	27,180,000	2,750,000
Less : Premium Utilised for various reasons		
Amount utilized for IPO related expenses*	5,300,000	-
For Issuing Bonus Shares	2,750,000	-
Closing Balance	21,880,000	2,750,000
(b) Profit and Loss Account		
Opening balance	30,895,252	20,938,777
Add: Net Profit / (Loss) during the Year	9,269,153	9,956,475
Less: Profit Utilised for Issuing Bonus Shares	20,500,000	-
Closing Balance	19,664,405	30,895,252
Total	41,544,405	33,645,252

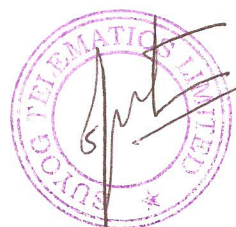
*Note : The issues expenses incurred to raise the fund through Initial Public Offer (IPO) is utilised from available securities premium.

6 Deferred Tax Liabilities

Particulars	Amount in INR	
	As at March 31, 2014	As at March 31, 2013
Deferred Tax Liabilities		
Due to Depreciation	2,198,160	368,399
Deferred Tax Assets		
Due to Statutory liabilities	1,099,703	499,838
Total	1,098,458	(131,439)

7 Long Term Borrowings

Particulars	Amount in INR	
	As at March 31, 2014	As at March 31, 2013
Secured Loans		
Term Loans from Bank(Refer Note 3.j)	37,310,833	-
Unsecured Loans		
From Others	-	-
Total	37,310,833	-



			Amount in INR
7.a Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings:			
Particulars	Terms of repayment and security	As at 31 March 2014	As at 31 March 2013
Term loans			
(i) From banks			
State Bank of India	Repayable in 60 installments at ballooning method amount of installment @ the rate of interest 3.15% margining above the base rate i.e. is 12.85% p.a.	37,310,833	-
Total		37,310,833	-

8 Short Term Borrowings

			Amount in INR
Particulars	As at March 31, 2014	As at March 31, 2013	
Secured Loans			
Bank Borrowings Payable on Demand (Refer Note 3.j)	31,298,411	25,683,641	
Current Portion of Term Loans (Refer Note 3.j)	8,400,000	8,774,689	
Unsecured Loans			
From Others	29,695,300	56,200,671	
Total		69,393,711	90,659,001

9 Other Current Liabilities

			Amount in INR
Particulars	As at March 31, 2014	As at March 31, 2013	
Other Current Liabilities Payable during the Year			
Advance Received from Clients	15,444,043	13,592,837	
Statutory Dues Payable	20,223,589	11,440,949	
Other Short Term Loans	-	5,891,562	
Expenses Payable	14,656,864	7,628,028	
Total		50,324,495	38,553,376

10 Short Term Provisions

			Amount in INR
Particulars	As at March 31, 2014	As at March 31, 2013	
Provision for Taxation (Net of Taxes)	(4,801,239)	(760,012)	
Total		(4,801,239)	(760,012)

12 Non Current Investments

			Amount in INR
Particulars	As at March 31, 2014	As at March 31, 2013	
Investment in Shares of Suyog Gurbaxni Ropeways Private Limited (10.83,200 equity shares of INR 10 each)	10,832,000	-	
Total		10,832,000	-



Note : 11

FIXED ASSETS : Depreciation provided on wdv basis as per Schedule XIV of the Companies Act, 1956 for the year ended on 31st March, 2014

Particulars	Rate %	Gross Block					Depreciation / Amortisation					Net Block	
		As at		As at			As at		For		As at	As at	As at
		1-Apr-13	Additions	Revaluation	Deletions	31-Mar-14	1-Apr-13	the Period	Revaluation	Deletions	31-Mar-14	31-Mar-13	31-Mar-14
Tangible Assets													
Computer	40.00	539,929	13,500	-	-	553,429	254,991	113,975	-	-	368,966	284,938	184,463
Furniture & Fixtures	18.10	1,474,547	-	-	-	1,474,547	665,435	146,449	-	-	811,884	809,112	662,663
Plant & Machineries	13.91	158,050	-	-	-	158,050	55,005	14,334	-	-	69,339	103,045	88,711
Office Premises	5.00	-	-	-	-	-	-	-	-	-	-	-	-
Office Equipments	13.91	514,428	36,250	-	-	550,678	172,764	51,191	-	-	223,955	341,664	326,723
Telecom Infrastructure	13.91	52,487,661	67,309,130	-	-	119,796,791	6,965,431	9,166,752	-	-	16,132,183	45,522,230	103,664,608
Total A		55,174,615	67,358,880	-	-	122,533,495	8,113,626	9,492,701	-	-	17,606,327	47,060,989	104,927,167
Capital Work In Progress		6,595,860	15,856,314	-	6,595,860	15,856,314	-	-	-	-	-	6,595,860	15,856,314
Total B		6,595,860	15,856,314	-	6,595,860	15,856,314	-	-	-	-	-	6,595,860	15,856,314
Total (A+B)		61,770,475	83,215,194	-	13,191,720	138,389,809	8,113,626	9,492,701	-	-	17,606,327	53,656,849	120,783,482

Read with Accounting Policies and Notes on Financial Statements

As per our report of even date attached

For Maheshwari & Co.
Chartered Accountants
FRN No. 105834W



(Pawan Gattani)
Partner

Membership Number - 144734

Place : Mumbai

Date : May 30, 2014

For and on behalf of the Board of Directors of
For M/s. Suyog Telematics Limited
For M/s. Suyog Telematics Limited

(Shivshankar Lature)
Managing Director

(Vivek Lature)
Executive Director

13 Long Term Loans & Advances

Particulars	Amount in INR	
	As at March 31, 2014	As at March 31, 2013
Security Deposits & EMD's		
With Related Parties (Unsecured, Considered Good and Realisable at Book Value)	43,500,000	47,500,000
With Other Parties (Unsecured, Considered Good and Realisable at Book Value)	29,158,967	29,217,843
Total	72,658,967	76,717,843

14 Other Non Current Assets

Particulars	Amount in INR	
	As at March 31, 2014	As at March 31, 2013
Deposits with Maturity having more than 12 months - Lien marked against Bank Facilities	11,912	969,217
Interest Accrued on Deposits	3,561	174,945
Total	15,473	1,144,162

15 Inventories

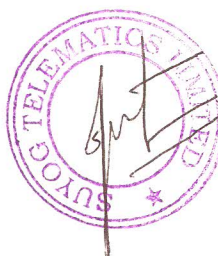
Particulars	Amount in INR	
	As at March 31, 2014	As at March 31, 2013
Raw Material and Components	5,785,650	3,025,470
Total	5,785,650	3,025,470

16 Trade Receivables

Particulars	Amount in INR	
	As at March 31, 2014	As at March 31, 2013
(Unsecured, Considered Good and Realisable at Book Value)		
- Debts outstanding for a period exceeding six months	11,294,283	15,677,605
- Debts outstanding for a period less than six month	12,462,814	1,188,784
Total	23,757,097	16,866,389

17 Cash and Cash Equivalents

Particulars	Amount in INR	
	As at March 31, 2014	As at March 31, 2013
Cash in Hand	249,937	196,846
Balances with Banks		
In Current Accounts	2,535,203	272,104
In Fixed Deposit	396,826	-
Total	3,181,966	468,950



18 Short Term Loans and Advances

Particulars	Amount in INR	
	As at March 31, 2014	As at March 31, 2013
<u>(Unsecured, considered good and recoverable)</u>		
Loan & Advances		
- To Related Parties	7,196,307	223,646
- To Others	671,531	250,000
Prepaid Expenses	12,970,475	35,895,834
Other Advances		
- Advances to Suppliers	6,508,252	5,830,710
Total	27,346,566	42,200,190

19 Other Current Assets

Particulars	Amount in INR	
	As at March 31, 2014	As at March 31, 2013
Input Credit Receivables - Excise & MVAT	1,579,326	487,936
Total	1,579,326	487,936

20 Revenue from Operations

Particulars	Amount in INR	
	For the year ended 31 March 2014	For the year ended 31 March 2013
Sale of Services	114,718,052	87,512,121
Sale of Trading Goods	-	881,584
Others	2,438,868	485,323
Total	117,156,920	88,879,028

Note 15.1

- (a) Sale of Services comprises of installation, Maintenance, Survey, Labour Supply and rental income charged to clients.
(b) Other operating revenue comprises of reimbursement received for taxes paid on clients behalf.

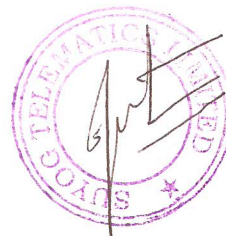
21 Other Non Operating Income

Particulars	Amount in INR	
	For the year ended 31 March 2014	For the year ended 31 March 2013
(a) Interest Income	14,961	311,393
(b) Other Income	-	424,630
Total	14,961	736,023

22 Cost of Material Consumed

Particulars	Amount in INR	
	For the year ended 31 March 2014	For the year ended 31 March 2013
Opening Stock	3,025,470	7,456,240
Add: Purchases	7,535,599	1,570,665
Less: Closing Stock	5,785,650	3,025,470
Cost of Material Consumed	4,775,419	6,001,435

Note: Material consumed comprises of Fibre & Metal products, Cables, Pipes and other related items.



23 Employee Benefit Expenses

Amount in INR

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
- Salaries and Incentives	4,740,820	4,288,351
- Staff Welfare Expenses	466,070	231,765
Total	5,206,890	4,520,116

24 Finance Cost

Amount in INR

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
Interest on Loan	12,947,474	13,407,358
Other Finance Cost	1,130,467	537,731
Total	14,077,941	13,945,089

25 Other Expenses

Amount in INR

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
Commitment Charges	727,888	995,328
Donation	390,796	149,467
Site Running Expenses	60,602,692	36,936,466
Legal and Professional Fees	3,850,475	465,754
Interest on Statutory Dues	654,220	1,161,434
Travelling & Conveyance Expenses	583,347	910,933
Audit Fees	175,000	175,000
Electricity Charges	94,532	304,683
Bad Debts	340,546	1,265,388
Sundry Balances Written Back (Previous Years)	(1,339,126)	-
Miscellaneous Expenses	1,940,442	2,167,492
Total	68,020,811	44,531,944

Read with Accounting Policies and Notes on Financial Statements

As per our report of even date attached

For Maheshwari & Co.
Chartered Accountants
FRN No. 105834W



(Signature)
(Pawan Gattani)
Partner

Membership Number - 144734

Place : Mumbai

Date : May 30, 2014

For and on behalf of the Board of Directors of
Suyog Telematics Limited

For M/s. Suyog Telematics Limited

For M/s. Suyog Telematics Limited

(Signature)
Director

(Shivshankar Lature)
Managing Director

(Signature)
Director

(Vivek Lature)
Executive Director