

23RD

ANNUAL REPORT

2011 - 2012

**EMED.COM
TECHNOLOGIES
LIMITED**

BOARD OF DIRECTORS

- Sri P. Ratnakar Reddy** – *Director*
Sri M. Venu Madhav – *Director*
Sri M. Srikanth Reddy – *Director & Compliance officer*
Sri Sunny Dudhani – *Additional Director*

BANKERS

Indian Bank.

AUDITORS

M/s.P.Murali & CO.,
Chartered Accountants
6-3-655/2/3, Somajiguda,
Hyderabad - 500 082.

REGISTERED OFFICE

NO 1001, 3-6-286 / 1 & 2,
Hyderguda,
Hyderabad-500029,
Andhra Pradesh

SHARE TRANSFER AGENTS

Aarathi Consultants Pvt.Ltd.,
1-2-285, Domalguda,
Hyderabad - 500 029.

LISTING

Bombay Stock Exchange Limited, Mumbai
The Hyderabad Stock Exchange

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EMED.COM TECHNOLOGIES LIMITED

NOTICE

To
The Members,

NOTICE IS HEREBY GIVEN THAT THE 23RD ANNUAL GENERAL MEETING OF THE MEMBERS OF EMED.COM TECHNOLOGIES LIMITED WILL BE HELD ON SATURDAY, 29TH SEPTEMBER, 2012 AT 2.00 P.M AT SUNDARAIAH VIGNAN, KENDRAM, BAGH LINGAMPALLI, HYDERABAD-500044 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2012 and the Profit and Loss Account for the year ended on that date and Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Shri P. Ratnakar Reddy, Director who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Auditor and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary resolution**.

“**RESOLVED THAT** M/s P. Murali & Co. , Chartered Accountants, having firm Registration number 007257S be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as shall be fixed by the Board of Directors.”

SPECIAL BUSSINESS

4. **To consider and if thought fit, to pass, with or without modification(s), may be deemed fit, the following as Ordinary Resolution:-**

“**RESOLVED THAT** Mr. Sunny Dudhani, who was appointed as Additional Director in the meeting of Board of Director held on March 7, 2012 pursuant to section 260 and other applicable provision of the Companies Act, 1956 and Article of association of the Company to hold the office up to the ensuing Annual General Meeting and in respect of whom the Company has received notice in writing from the member as required under Section 257 of the Companies Act, 1956, proposing his candidature for the office of the Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

“**RESOLVED FURTHER THAT** Mr. M. Srikanth Reddy, Director of the Company be and is hereby authorized to digitally sign e form 32 and submit to the concerned Registrar of Companies.”

By Order of the Board of Directors
For Emed.com Technologies Limited

Sd/-

M. SRIKANTH REDDY
DIRECTOR

Place : Hyderabad
Date : 03.09.2012

EMED.COM TECHNOLOGIES LIMITED

NOTES:-

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF OR HERSELF AND THE PROXY NEED NOT BE A MEMBER.
2. PROXIES TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LATER THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.
3. THE REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS OF THE COMPANY WILL REMAIN CLOSED FROM 27TH SEPTEMBER, 2012 TO 29TH SEPTEMBER, 2012 (BOTH DAYS INCLUSIVE).
4. MEMBERS HOLDING SHARES IN PHYSICAL FORM ARE REQUESTED TO NOTIFY/SEND ANY CHANGES IN THEIR ADDRESS OF THE COMPANY'S SHARE TRANSFER AGENTS OR TO THE COMPANY AT ITS REGISTERD OFFICE.
5. SHAREHOLDERS/PROXIES SHOULD BRING DULY FILLED ATTENDANCE SLIPS SENT HEREWITH FOR ATTENDING THE MEETING ALONG WITH THW COPIES OF ANNUAL REPORTS TO THE ANNUAL GENERAL MEETING.
6. ADDITIONAL INFORMATION (as per clause 49 of the Listing Agreement)

Brief details of Director seeking reappointment at this Annual General Meeting (Pursuant to clause 49 of the Listing Agreement)

Name of the Directors	Mr. P. Ratnakar Reddy
Date of Appointment	01-08-2005
Age	52
Expertise in specific functional areas	Experience in Administration
List of Companies in which Directorships held as on 31.03.2012	8
Chairman/Member of the Committees of other Companies in which he is a Director as on 31.03.2012	NIL

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE Companies Act, 1956

As required by Section 173 of the Companies Act, 1956 ("Act") the following explanatory statements set out all material facts relating to the business mentioned under Item No. 4 of the accompanying Notice dated September 3, 2012:

ITEM NO.4 REGULARIZATION OF MR. SUNNY DUDHANI AS DIRECTOR

Mr. Sunny Dudhani was appointed as an Additional Director in the meeting of Board of Directors held on 07.03.2012. In terms of Section 260 of the Companies Act, 1956, Mr. Sunny Dudhani shall hold office up to the ensuing Annual General Meeting.

In view of background and valuable experience of Mr. Sunny Dudhani in corporate sector, his appointment as a Director is being proposed in the ensuring Annual General Meeting. Information such as brief resume, nature of expertise in specific functional areas and details of Directorship etc as required to be furnished under Clause 49 (VI) of the Listing Agreement is provided in the Section on Corporate Governance.

The Company has also received a notice from a member under Section 257 of the Companies Act, 1956 proposing his candidature as Director of the Company.

Hence the regularization of Mr. Sunny Dudhani as Director of the company is placed before the members through an Ordinary Resolution.

Except Mr. Sunny Dudhani none of other Director is any way concerned or interested in this resolution proposed to be passed.

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The profile of Director is given under the head "Brief profile of the directors seeking appointment/re-appointment at the AGM."

Additional information required to be furnished under Listing agreement.

Name	Mr. Sunny Dudhani
Age	24
Qualification	B.Com, Company Secretary & LL.B
Expertise	Corporate Consultant
Other Directorship	NIL

ADDITIONAL INFORMATION (as per Clause 49 of the listing agreement):

Brief Details of Directors seeking reappointment at this Annual General Meeting (Pursuant to Clause 49 of the Listing Agreement)

Name of the Director	Mr. P. Ratnakar Reddy
Date of Appointment	01-08-2005
Age	52
Expertise in Specific functional areas	Experience in Administration
List of Companies in which Directorships held as on 31.03.2012	8
Chairman/Member of the Committees of other Companies in which he is a Director as on 31.03.2012	NIL

Name of the Director	Mr. Sunny Dudhani
Date of Appointment	07.03.2012
Age	24
Expertise in Specific functional areas	Corporate Laws
List of Companies in which Directorships held as on 31.03.2012	NIL
Chairman/Member of the Committees of other Companies in which he is a Director as on 31.03.2012	NIL

EMED.COM TECHNOLOGIES LIMITED

DIRECTORS REPORT

To
The Members of
M/s. EMED .COM TECHNOLOGIES LIMITED,

Your Directors have pleasure in presenting the 23rd Annual Report of the Company together with Audited Accounts for the year ended 31-03-2012.

FINANCIAL RESULTS

(Rs. in Lakhs)

PARTICULARS	YEAR ENDED 31-03-2012	YEAR ENDED 31-03-2011
Total Income	0.84	1.13
Profit and Loss Before Interest and Depreciation	0.019	1.66
Depreciation	—	—
Profit/(Loss) for the year	0.006	1.62
Profit (Loss) before Tax	0.006	1.62
Balance brought forward	(437.13)	(438.75)
Balance carried forward	(437.13)	(437.13)

DIVIDENDS

Your Company has earned a very small amount of profit during the year, company is having carried forward losses for the previous years. Therefore, no dividend is proposed for the year under review.

FUTURE OUTLOOK

Your directors have tried to give momentum to current line of business during the year and are very hopeful.

PUBLIC DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 58A & 58AA of the Companies Act, 1956 read with the Companies (Acceptance of the Deposits) Rules, 1975 as amended from time to time.

PARTICULARS OF EMPLOYEES

In pursuance of the provisions of section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Amendment Rules 2011, the Directors are to report that no employee was in receipt of remuneration of Rs.60,00,000/- or more per annum or Rs.5,00,000/- or more per month where employed for a part of the year.

DIRECTORS

In accordance with the provisions of Companies Act, 1956 and the Articles of Association of the Company:-

1. Sri P. Ratnakar Reddy retires by rotation at the ensuing Annual General Meeting and being eligible offer himself for re-appointment.
2. Sri Sunny Dudhani was appointed as Additional Director on 07th March, 2012. As per the provisions of Section 260 of the Companies Act, 1956,

Your Directors recommend their reappointment as a Director of the Company. There was no other change in the Composition of the Board of Directors during the year.

COMPLIANCE CERTIFICATE

Pursuant to requirements of Section 383A(1) of the Companies Act, 1956, with respect to Compliance Certificate, the Company has obtained Compliance Certificate from Practicing Company Secretary for the Accounting Year ended 31.03.2012.

REVOCAION OF SUSPENSION OF SHARES TRADING

As you are aware that the trading of shares of the company was under suspension. With its continuous sincere

EMED.COM TECHNOLOGIES LIMITED

efforts, the Company has been able to get the revocation of suspension of trading of its shares with BSE. In future, the Company is committed to serve the stakeholders to increase the investment value.

REPORT ON CORPORATE GOVERNANCE

The Company is committed to maintain the highest standard of Corporate Governance and adhere to the Corporate Governance requirements set out by SEBI.

The report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of Annual report.

A separate section on corporate Governance and a Certificate from the P.Murali Mohana Rao, Partner M/S P. Murli & Co., Chartered Accountants regarding compliance of condition of Corporate Governance as stipulated under clause 49 of the Listing Agreement with the Stock Exchanges, form part of the Annual Report.

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT:

Pursuant to Clause 49 of the Listing Agreement, a Management Analysis Report is given below:

A. INDUSTRY BACKGROUND

The hospital software and Telemedicine software is being developed in our country, to meet specific requirements of local hospitals.

B. INDUSTRY OUTLOOK

Non-availability of specialists in town and village has given room for networking of the rural hospitals to specialty hospitals in cities.

Growth of hospitals and diagnostic centers all over the country has also responsible for the development of software in Hospital Operations, Quality Validation, Emergency Care, etc.

C. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has adequate internal control system that defines roles and responsibilities of people across various levels of the organization. These systems facilitate effective checks and controls as well as tight monitoring on a continuous basis.

D. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS:

The Company is able to retain the experienced staff. The Company feels confident of keeping its manpower costs to below industry norms, with the emphasis on becoming customer-centric, the staff are regularly exposed to training & Orientation programs not only in their respective fields, but also in public relations.

STATEMENT PURSUANT TO LISTING AGREEMENT

Presently the company's Equity shares are listed at:

1. Bombay Stock Exchange Limited (BSE), Mumbai and the company has paid the Annual Listing Fees to the above Stock Exchange for the year 2012-13.
2. Hyderabad Stock Exchange, Listing Fee for 2012-13 is pending to be paid.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 217(2AA) of the Companies Act, 1956, your Directors state:

- 1) That in the preparation of the Annual Accounts, the applicable accounting standards have been followed.
- 2) That your Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit & Loss of the company for that period;
- 3) That your Directors had taken proper and sufficient care for the 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 fraud and other irregularities;
- 4) That your Directors have prepared the annual accounts on a going concern concept.

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AUDITORS' REPORT

The notes to the accounts referred to in the Auditor's report and the observations made in the report are Self explanatory and therefore do not call for any further observation.

AUDITORS

M/s P. MURALI & Co., Chartered Accountants, retiring auditors of the Company being eligible offer themselves for reappointment as auditors of the Company. M/s P.MURALI & Co., Chartered Accountants have furnished a certificate of their eligibility u/s 224 (1B) of the Companies Act, 1956. The members are requested to reappoint the auditors and authorize the Board of Directors of the Company to fix their remuneration.

PERSONNEL

The relations between the management and the staff were very cordial throughout the year under review. Your Directors take this opportunity to record their appreciation for the co-operation and loyal services rendered by the employees.

INFORMATION REQUIRED UNDER SECTION 217(1)(e) OF THE COMPANIES ACT 1956 READ WITH THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988.

- (a) **Conservation of Energy:** The Company is monitoring the consumption of energy and is identifying measures for conservation of energy.
- (b) (i) **Research and Development (R & D):** No research and Development has been carried out.
(ii) **Technology Absorption, adaptation and innovation:** No technology either indigenous or Foreign is involved.
- (c) Foreign exchange earnings and outgo: Nil

ACKNOWLEDGEMENTS

The Directors express their appreciation of the active help and assistance rendered by Banks, Financial Institutions, the Medical Professionals, the Officers and the other Employees of the Company.

By Order of the Board of Directors
For **Emed.com Technologies Limited**

Place : Hyderabad
Date : 03.09.2012

Sd/-
M. SRIKANTH REDDY
DIRECTOR

Sd/-
P. RATNAKAR REDDY
DIRECTOR

EMED.COM TECHNOLOGIES LIMITED

COMPLIANCE CERTIFICATE

CIN : L85110AP1989PLC009748
Authorized Capital : Rs. 120,000,000.00
Paid up Capital : Rs. 31,358,700.00

To,

The Members

EMED.COM TECHNOLOGIES LIMITED

No.1001, 3-6-286/1& 2, Hyderguda,
Hyderabad, Andhra Pradesh-500029

We have examined the registers, records, books and papers of **EMED.COM TECHNOLOGIES LIMITED** as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the Financial Year ended on 31st March 2012. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, and its officers, we certify that in respect of the aforesaid Financial Year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.
2. The Company has filed the forms and returns as stated in Annexure 'B' to this certificate with the Registrar of Companies/Regional Director/Central Government/CLB or other authorities as required under the Act and the rules made there under.
3. The Company is a public limited Company, has the minimum paid-up capital, provisions of restriction clauses under 3 (1) (iii) of the Act, as applicable to private company does not apply.
4. The Board of Directors duly met 7 (Seven) times on 29.04.2011, 29.07.2011, 02.09.2011, 14.11.2011, 14.01.2012, 07.03.2012, 31.03.2012 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company had closed its Register of Members from September 26, 2011 to September 28, 2011 for the purpose of Annual General Meeting held on September 30, 2011. There are no Debenture holders in the Company.
6. The Annual General meeting for the Financial Year ended on 31.3.2011 was held on September 30, 2011 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the F.Y. 2011-12.
8. As per information and explanation provided to us the company has not advanced any loan to directors or persons or firms or companies referred in section 295 of the Act during the financial year under review.
9. As per information and explanation provided to us the Company has not entered into any contracts falling within the purview of section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. As per information and explanation provided to us, there were no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, members or Central Government, as the case may be.
12. The Company has not issued any duplicate certificates during the Financial Year.
13. The Company has:
 - (i) delivered all the certificates on lodgment thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act. There was no allotment of securities during the financial year;
 - (ii) declared no dividend including interim dividend, hence no amount is required to be deposited in a separate bank a/c;

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- (iii) no liability to pay/post warrant for dividend to all the members within 30 days from the date of declaration as it has not declared any dividend that it has no unclaimed/unpaid dividend which are required to be transferred to Unpaid Dividend Account of the Company with its bank;
 - (iv) no amount is outstanding in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon, which have remained unclaimed or unpaid for a period of 7 years, hence nothing is required to be transferred to Investor Education and Protection Fund;
 - (v) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. There was appointment of additional director & no appointment of alternate directors and directors to fill casual vacancy during the financial year. There was no resignation of directors.
 15. As per information and explanation provided to us, the Company has not appointed any Managing Director/ Whole-Time Director during the Financial Year.
 16. The Company has not appointed any sole selling agent during the Financial Year.
 17. The Company has not obtained any approvals of the Central Government, CLB, Regional Director, ROC and/or such other authorities as may be prescribed under the various provisions of the Act during the Financial Year.
 18. The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act, and Rules made there under.
 19. The Company has not issued any equity shares during the Financial Year.
 20. The Company has not bought back any shares during the Financial Year.
 21. There was no redemption of preference shares or debentures during the Financial Year.
 22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares.
 23. The Company has not invited/accepted any deposits under Section 58A of the Companies Act, 1956 during the Financial Year.
 24. As per information & explanations provided to us the Company has not made any borrowings during the financial year in contravention of provisions of section 293 (1)(d) of the Company Act, 1956.
 25. As per information & explanations provided to us the company has not made any loans or advances or given guarantees or provided securities to other body corporate in contravention of provisions of section 372A of the Act.
 26. The Company has not altered the provisions of the memorandum with respect to situation of the Company's registered office from one state to another during the year under scrutiny.
 27. The Company has not altered the provisions of the memorandum with respect to the objects of the Company during the year under scrutiny.
 28. The Company has not altered the provisions of the memorandum with respect to name of the Company during the year under scrutiny.
 29. The Company has not altered the provisions of the memorandum with respect to the share capital of the capital.
 30. The Company has not altered its articles of association during the Financial Year.
 31. As per the information provided to us, there was no prosecution initiated against or show cause notices received by the Company, during the Financial Year, for offences under the Act.
 32. The Company has not received any money as security from its employees during the Financial Year.
 33. The Company has not constituted provident fund for its employees and as such provisions of Section 418 of the Act are not applicable.

For **Praveen Rastogi & Co.**
Company Secretaries

Sd/-

Praveen Rastogi
C.P. No. 2883

Place : Delhi
Date : 03.09.2012

EMED.COM TECHNOLOGIES LIMITED

CIN: L85110AP1989PLC009748

ANNEXURE - A

REGISTERS AS MAINTAINED BY THE COMPANY

(Attached with and forming part of our Compliance Certificate issued under Rule 3 of the Companies (Compliance Certificate) Rules, 2001 in the matter RAYMED LABS LIMITED for the year ended on 31.03.2012)

- Register of Members u/s 150 (1)
- Minute Books of Board of Directors u/s 193 (1).
- Minute Books of proceedings of General Meetings u/s 193(1) &196(1).
- Register of Directors u/s 303(1) of the Act.
- Books of Accounts u/s 209(1)
- Register of Returns and register under section 163
- Register of Charge under section 143.
- Share Transfer Register.
- Register of Share Application & Allotment.

ANNEXURE – B

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the Financial Year ending on 31st March 2012.

S. No.	Form no./ Return	Filed Under Section	For	Date of Filing	Whether Filed Within Prescribed Time	If Delay in Filing Whether Requisite Additional Fee Paid Yes / No
1.	Compliance Certificate (f-66)	383A	Financial Year Ended 31.03.2011	15.12.2011	No	Yes
2.	Annual Accounts (f-23AC & 23 ACA Xbrl)	220	Financial Year Ended 31.03.2011	17.12.2011	Yes	-
3.	Annual Return (F-20-B)	159	Financial Year Ended 31.03.2011	29.11.2011	No	Yes
4.	FORM -32	260	Appointment of Additional Director	07.03.2012	Yes	-

For **Praveen Rastogi & Co.**
Company Secretaries

Place : Delhi
Date : 03.09.2012

Sd/-
Praveen Rastogi
C.P. No. 2883

EMED.COM TECHNOLOGIES LIMITED

ANNEXURE – “A” TO DIRECTORS REPORT ON CORPORATE GOVERNANCE

(Pursuant to Clause 49 of the Listing Agreement)

1. COMPANY’S PHILOSOPHY ON CODE OF GOVERNANCE:

The Basic philosophy of corporate governance of the company is to achieve business excellence and enhance shareholder value keeping in view the interests of all stake-holders. The company stands by transparency in all its dealings and strict regulatory compliance. The company believes that strong corporate governance is indispensable for healthy business growth and to be resilient in a vibrant capital market and is an important instrument of investor protection.

2. BOARD OF DIRECTORS

a) Composition

The Board of Directors comprises of 4 Directors out of which 3 are Non Executive Directors. To be in line with the company’s philosophy on Corporate Governance, all statutory subjects are placed before the Board to discharge its responsibilities as trustees of the Share Holders.

b) Attendance of each Director at the Board Meetings and the last AGM

Seven Board Meetings were held during the year as against the minimum requirement of four meetings. The Company has held at least one Board Meeting in every three months and the maximum time gap between any such two Meetings was not more than four months. The date of which the Board Meetings are as follows: 29.04.2011, 29/07/2011, 02/09/2011, 14/11/2011, 14/01/2012, 07/03/2012, 31/03/2012.

Name of the Director	Category	No. of Other Directorships	No.of Committees in which member	No.of Board Meetings attended	Whether attended last AGM
Sri P. Ratnakar Reddy	Non Executive	7	2	7	Yes
Sri M. Venu Madhav	Independent Non-Executive	3	4	7	Yes
Sri M.Srikanth Reddy	Executive	3	4	7	Yes
Sri Sunny Dudhani	Independent Non-Executive	–	–	1	No

c) Code of Conduct

The Board of Directors of the Company has approved and adopted a Code of Conduct for the members of the Board of the Company.

3. AUDIT COMMITTEE:

The Board of Directors has constituted an Audit Committee, comprising of three directors namely P. Ratnakar Reddy, Chairman of the Committee, M.Venu Madhav & M.Srikanth Reddy. All the members of the Audit Committee are financially literate.

The Committee consists the following:

Name of the Members	Position Held	Wholetime/ Independent	Profession
P. Ratnakar Reddy	Chairman	Non Executive	Business
M.Venu Madhav	Member	Independent & Non Executive	Business
M.Srikanth Reddy	Member	Executive	Business

Meetings of the Audit Committee

During the year under review Five (5) Audit Committee Meetings were held on 29.04.2011, 29/07/2011, 02/09/2011, 14/11/2011, 14/01/2012.

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The attendance of each member of the Audit Committee is given below:

Name of the Audit Committee Member	No. of Meetings Held	No. of Meetings Attended
P. Ratnakar Reddy	5	5
M.Venu Madhav	5	5
M.Srikanth Reddy	5	5

The meetings of Audit committee are also attended by the heads of finance and Statutory Auditor as Invitees. The un-audited financial results for each quarter are approved by the audit committee before passed on to the Board of Directors for approval and adoption.

Terms and reference of the Audit Committee include a review of;

- Financial reporting process
- Draft financial statements and auditor's report (before submission to the Board)
- Accounting policies and practices
- Internal controls and internal audit systems
- Risk management policies and practices
- Related party transactions
- Internal audit reports and adequacy of internal audit function

The role of the audit committee includes recommending the appointment and removal of the external auditor, discussion of the audit, plan, and fixation of audit fee and also approval of payment of fees for any other services.

4. REMUNERATION OF DIRECTORS:

During the year the company has not paid any remuneration and sitting fee to any Director

5. REMUNERATION COMMITTEE

The Company does not have a "Remuneration Committee". Your Directors recommended that all such items that may be required to be discussed at a Meeting of the "Remuneration Committee" could be considered at a Meeting of the Board of Directors.

6. SHARE HOLDERS /INVESTORS GRIEVANCE COMMITTEE:

The Committee oversees share transfers and monitors investor grievances. To look into the redressals of shareholders and investors complaints like – transfer of shares, non – receipt of balance Sheet, non-receipt of declared dividends etc.,

The Committee consists of the following Directors:

Sri. P. Ratnakar Reddy

M. Venu Madhav

M. Srikanth Reddy

Sri. M.Srikanth Reddy is the Compliance Officer.

The Complaints had been attended to within seven days from the date of receipt of the complaint, as communicated by our Registers and Share Transfer Agents M/s. Aarathi Consultants Pvt. Ltd.

The outstanding complaints as on 31st March, 2012 were: Nil.

7. DETAILS OF ANNUAL GENERAL MEETINGS: LOCATION AND TIME OF THE LAST THREE AGMS.

AGM	Year	Venue	Date	Time
22 nd	2010-2011	Sundaraiah Vignan Kendram, Bagh Lingampalli,Hyderabad – 500 044	28.09.2011	2.00 P.M
21 st	2009-2010	Sundaraiah Vignan Kendram, Bagh Lingampalli,Hyderabad – 500 044	29.09.2010	2.00 P.M
20 th	2008-2009	Sundaraiah Vignan Kendram, Bagh Lingampalli,Hyderabad – 500 044	25.09.2009	11.00 A.M

No Special resolution was put through postal ballot last year.

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8. DISCLOSURES

A. Disclosure on materially significant related party transactions i.e. transactions of the company of material nature with its promoters, the directors or the management's, their subsidiaries or relatives etc. that may have potential conflict with the interests of the company at large.

None

B. Details of non-compliance by the company, penalties, Strictures imposed on the company by stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

Except payment of **Rs. 7,58,430** (Rs. Seven lacs fifty eight Thousand four Hundred thirty only) to the Bombay Stock Exchange as Re-instatement Fee towards payment of revocation of suspension of trading of equity shares, there are no other penalties or strictures imposed on the Company by the Stock Exchange or SEBI or any statutory authority on any matter related to capital market for non compliance by the Company

C. Presently, the Company does not have a Whistle Blower Policy. No Personnel of the Company has been denied access to the Audit Committee.

D. The Company has complied with all the mandatory requirements of Clause 49. As regard to the non-mandatory requirements, Company makes every effort to implement them to the maximum possible extent.

9. NOTES ON DIRECTORS APPOINTMENT/RE-APPOINTMENT:

Relevant details forms part of the explanatory statement to the notice of the Annual General Meeting/Director's Report.

10. MEANS OF COMMUNICATIONS:

As per the listing requirements, the company publishes periodical financial results in leading English and regional newspapers information. The Management Discussion and Analysis (MD& A) forms part of the annual report.

As per Clause 49 of the Listing Agreement CEO/CFO certification has been received from CFO of the Company

11. GENERAL SHARE HOLDER INFORMATION:

a) AGM, Date, Time and Venue : 29th September, 2012 at 2.00 P.M.
Sundaraiah Vignan, Kendram, Bagh Lingampalli
Hyderabad 500 044

b) Financial Calendar : 1st April 2012 to 31st March 2013

Financial Reporting for :

Quarter ending June, 30th 2012 : On or before 14 August 2012
Quarter ending September 30th 2012 : On or before 14 November 2012
Quarter ending December 31st 2012 : On or before 14 February 2013
Quarter ending March 31st 2013 : On or before 15 May 2013
Annual General Meeting for FY : Before end of September, 2013
ended 31st March,2013

c) **Date of Book Closure** : 27th September, 2012 to 29th September, 2012.
(Both days inclusive)

d) **Dividend Payment date(s)** : No Dividend has been declared so far.

e) **Listing on Stock Exchange** : The Company has paid the listing fees
to Bombay Stock Exchange Limited, Mumbai

i) Stock Code –Physical

Hyderabad : Nil

Mumbai : 524418

ii) ISIN Number: INE379F01019

EMED.COM TECHNOLOGIES LIMITED

- f) Market Price Date: High : Your Companies has got the revocation of suspension in trading of equity shares of the company but the Market price is still to be discovered.
- g) Register and transfer agent : Aarathi Consultants Ltd.
1-2-285, Domalguda, Hyderabad
- h) Share Transfer System : The Share transfers are being affected physically by the Company's share transfer agents, Aarathi Consultants Pvt. Ltd, Hyderabad.

i) **Distribution Shareholdings as on 31.3.2012**

Shareholding of Rs.	Nominal Value Rs.	Share Holders		Share Amount	
		Numbers	% of Total	In Rs.	% of Total
	(1)	(2)	(3)	(4)	(5)
Upto	5,000	374	50.95	7,94,000	2.35
5,001	10,000	60	8.17	5,17,000	1.53
10,001	20,000	83	11.31	13,03,000	3.85
20,001	30,000	26	3.54	7,80,000	2.31
30,001	40,000	22	3.00	8,78,000	2.59
40,001	50,000	42	5.72	20,95,000	6.19
50,001	1,00,000	110	14.99	85,20,900	25.18
1,00,001	and above	17	2.32	1,89,50,900	56.00
	TOTAL	734	100.00	3,38,38,800	100.00

j) **Shareholding Pattern According to categories of shareholders as at 31st March 2012.**

	Category	No.of Shares held	% of shareholding
(A)	Promoter and Promoter Group:		
	a. Individuals/Hindu Undivided Family	100200	2.96
	b. Bodies Corporate	1567880	46.33
	Total Shareholding of Promoter and Promoter Group A = (A)(1)+ (A)(2)	1668080	49.29
(B)	Public Shareholding		
	(1) Institutions		
	a. Financial Institutions / Banks	253500	7.49
	(2) Non- Institutions		
	a. Individuals		
	i) Individual Shareholders holding Nominal Share Capital upto Rs. 1 Lakh	1462300	43.21
	ii) Individual Shareholders holding Nominal Share Capital in excess of Rs. 1 Lakh	—	—
	Total Public Shareholding B = (B)(1) + (B)(2)	1715800	50.71
	TOTAL (A+B)	3383880	100.00
(C)	Shares held by Custodians and against Depositories Receipts have been issued	—	—
	GRAND TOTAL (A+B+C)	3383880	100.00

EMED.COM TECHNOLOGIES LIMITED

- k) **Dematerialization of Shares and liquidity** : The Company has entered in to an arrangement with the depositories namely NSDL and Management is also planning to enter an agreement with CDSL for best interest of shareholders.
- l) **Outstanding GDRs./ADRs./Warrants** : The Company has not issued any DRs./ADRs. Or any Convertible instruments Warrants or any convertible instruments. Conversion date and likely Impact On equity.
- m) **Address for Correspondence** : NO 1001, 3-6-286 / 1&2,
Hyderguda, Hyderabad-500029, Andhra Pradesh

**By Order of the Board of Directors
For Emed.com Technologies Limited**

Place : Hyderabad
Date : 03.09.2012

Sd/-
M. SRIKANTH REDDY
DIRECTOR

Sd/-
P. RATNAKAR REDDY
DIRECTOR

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

I, M.Srikanth Reddy, Director of Emed.com Technologies Limited hereby declare that all the Board members and Senior managerial personnel have affirmed for the year ended 31 March 2012 compliance with the code of conduct of the company laid down for them.

Place : Hyderabad
Date : 03.09.2012

Sd/-
M. Srikanth Reddy
Director

CERTIFICATE BY THE CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO)

I, M. Srikanth Reddy, Director of Emed.com technologies Limited certify:

1. That we have reviewed the financial statements and the cash flow statement for the year ended 31 March 2012 and to the best of our knowledge and belief;
 - These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading and
 - These statements present a true and fair view of the company's affair and are in compliance with the existing accounting standards, applicable laws and regulations.
2. That there are, to the best of our knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct;
3. That we accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which we are aware and the steps that we have taken or purpose to take and rectify the identified deficiencies and;
4. That we have informed the auditors and the audit committee of:
 - a) Significant changes in the internal control during the year;
 - b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware and the involvement or an employee having a significant role in the company's internal control system.

Place : Hyderabad
Date : 03.09.2012

Sd/-
M. Srikanth Reddy
Director

EMED.COM TECHNOLOGIES LIMITED

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members,
EMED.COM TECHNOLOGIES LIMITED
Hyderabad

We have read the report of the Board of Directors on Corporate Governance and have examined the relevant records relating to compliance condition of corporate governance of Emed.com Technologies Limited ("the company") for the year ended 31st March, 2012 as stipulated in clause 49 of the listing agreement of the said company with the Stock Exchanges.

The compliance of the conditions of the corporate governance is the responsibility of the management. Our examination, conducted in the manner described in the Guidance note on Certification of Corporate governance" issued by the Institute of Chartered Accountants of India was limited to procedures and implementation thereof adopted by the company for ensuring compliance with the conditions of Corporate Governance. Our examination was neither an audit nor was it conducted to express an opinion on the financial statements of the company.

In our opinion and to the best of our information and explanations given to us and on the basis of our examination described above, the company has complied with the conditions of Corporate Governance as stipulated in clause 49 the above-mentioned Listing Agreement. The company has been advised to continue to strictly adhere to the compliance of Clause 49 of the Listing Agreement for which the company management has agreed.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For **P Murali & Co.**,
Chartered Accountants
FRN No.: 007257S

Place : Hyderabad
Date : 03.09.2012

Sd/-
P Murali Mohana Rao
Partner
Membership No. 23412

EMED.COM TECHNOLOGIES LIMITED

AUDITORS' REPORT

To

The Members,

M/s. Emed.com Technologies Limited

We have audited the attached Balance Sheet of M/s. Emed.com Technologies Limited as at 31st March, 2012 and also the Profit & Loss Account for the period ended on that date annexed thereto and the cash flow statement for the period ended on that date. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall statement presentation. We believe that our audit provides a reasonable basis of our opinion.

As required by the Companies (Auditor's report) order 2003 and as amended by the Companies (Auditor's report) (Amendment) order 2004, issued by the Central Government of India in terms of the sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.

Further to our comments in the annexure referred to above, we report that:

- (i) 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;
 - (ii) 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;
 - (iii) The Balance Sheet, Profit & Loss Account and the Cash flow Statement dealt with by this report are in agreement with the books of account;
 - (iv) In our opinion, the Balance Sheet, Profit & Loss Account and the Cash flow Statement dealt with by this report comply with the Accounting standards referred to in sub-section (3C) of section 211 of Companies Act, 1956;
 - (v) On the basis of written representations received from the Directors, as on 31st March, 2012 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2012 from being appointed Director in terms of clause(g) of sub-section(1) of section 274 of Companies Act, 1956;
 - (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (a) In the case of the balance sheet, of the state of affairs of the Company as at 31st March, 2012;
 - (b) In the case of the Profit & Loss Account, of the Profit for the period ended on that date; and
- And
- (c) In the case of Cash Flow statement, of the cash flows for the period ended on that date:

For **P Murali & Co.**,
Chartered Accountants
FRN No.: 007257S

Sd/-

P Murali Mohana Rao
Partner
Membership No. 23412

Place : Hyderabad
Date : 03.09.2012

EMED.COM TECHNOLOGIES LIMITED

ANNEXURE TO THE AUDITORS' REPORT

- I. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
(b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies between the book records and the physical inventory have been noticed on such verification.
(c) The company has not disposed off substantial part of the fixed assets during the year.
- II. (a) The inventory has been physically verified during the year and in our opinion, the frequency of verification is reasonable.
(b) In our opinion, the procedure if the physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the Company and nature of the business.
- III. (a) The Company has not granted any loans, secured or unsecured to Companies, Firms or other parties covered in the register maintained U/s.301 of Companies Act, 1956.
(b) The Company has not granted any loans, the clause of whether the rate of interest & other terms and conditions on which loans have been granted to parties listed in the register maintained under section 301 is prejudicial to the interest of the company, is not applicable.
(c) As no loans are granted by company, the clause of receipt of interest & principal amount from parties is not applicable to the company.
(d) No loans have been granted to Companies, Firms & other parties listed in the register U/s. 301 of the Companies Act, 1956, hence overdue amount of more than rupees one lakh does not arise and the clause is not applicable.
(e) The Company has not taken any loans, secured or unsecured from Companies, Firms or other parties covered in the register maintained U/s.301 of the Companies Act, 1956.
(f) As the Company has not taken any loans, the clause of whether the rate of interest & other terms and conditions on which loans have been taken from parties listed in the register maintained under section 301 is prejudicial to the interest of company, is not applicable.
(g) As no loans are taken by the company, the clause of repayment of interest & principal amount to parties is not applicable to the company.
- IV. In our opinion and according to the information and explanations given to us, there are generally adequate internal control systems commensurate with the size of company and the nature of its business with regard to purchase of fixed assets and for sale of goods and services. There is no continuing failure by the company to correct any major weaknesses in internal control.
- V. (a) In our opinion and according to the information and explanation give to us, since no contracts or arrangements referred to in section 301 of the Companies Act, 1956 have been made by the company in respect of any party in the financial year, the entry in the register U/s. 301 of the Companies Act, 1956 does not arise.
(b) According to the information and explanations give to us, as no such contracts or arrangements made by the company, the applicability of the clause of charging the reasonable price having regard to the prevailing market prices at the relevant time does not arise.
- VI. The Company has not accepted any deposits from the public and hence the applicability of the clause of directives issued by the Reserve Bank of India and provisions of section 58A, 58AA or any other relevant provisions of the Act and the rules framed there under does not arise. As per information and explanations given to us the order from the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal has not been received by the Company.
- VII. In our opinion, the company is having internal audit system, commensurate with its size and nature of its business.
- VIII. In respect of the Company, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956.

EMED.COM TECHNOLOGIES LIMITED

- IX. (a) The Company is not regular in depositing statutory dues at the last of the financial year and there were amounts outstanding which were due for more than 6 months from the date they became payable are as follows:
1. Customs Duty Payable of Rs. 18,27,777/-
- (b) According to the information and explanations given to us, no undisputed amounts are payable in respect of Income Tax, Cess and any other statutory dues as at the end of the period, for a period more than six months from the date they became payable.
- X. The company has been registered for a period of not less than 5 years, and its accumulated losses at the end of the financial year is more than fifty percent of its net worth and the Company has incurred cash losses in this financial year and in the immediately preceding financial year.
- XI. According to information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions or banks.
- XII. According to the information and explanations given to us, the company has not granted any loans or advance on the basis of security by way of pledge of shares, debentures and other securities and hence the applicability of the clause regarding maintenance of adequate documents in respect of loans does not arise.
- XIII. This clause is not applicable to this company as this company is not covered by the provisions of special status applicable to Chit Fund in respect of Nidhi / Mutual Benefit Fund / Societies.
- XIV. According to the information and explanations given to us, the company is not dealing or trading in shares, securities, debentures and other investments and hence the provisions of clause 4(xiv) of the Companies (Auditor's Report) order 2003, are not applicable to the company.
- XV. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions, and hence the applicability of this clause regarding terms and conditions which are prejudicial to the interest of the company does not arise.
- XVI. According to the information and explanations given to us, the company has not obtained term loans, hence this clause is not applicable.
- XVII. According to the information and explanations given to us, no funds are raised by the company on short-term basis. Hence the clause of short term funds being used for long-term investment does not arise.
- XVIII. According to the information and explanations given to us, the company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956 and hence the applicability of the clause regarding the price at which shares have been issued and whether the same is prejudicial to the interest of the Company does not arise.
- XIX. According to the information and explanations given to us, the company does not have any debentures and hence the applicability of the clause regarding the creation or security or charge in respect of debentures issued does not arise.
- XX. According to information and explanations given to us, the company has not raised money by way of public issues during the year, hence the clause regarding the disclosure by the management on the end use of money raised by public issue is not applicable.
- XXI. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year under audit.

For **P Murali & Co.**,
Chartered Accountants
FRN No.: 007257S

Sd/-

P Murali Mohana Rao
Partner
Membership No. 23412

Place : Hyderabad
Date : 03.09.2012

EMED.COM TECHNOLOGIES LIMITED

BALANCE SHEET AS AT 31st MARCH 2012

(Amount in ₹)

Particulars	Note No.	As on 31-03-2012	As on 31-03-2011
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	31,358,700	31,358,700
(b) Reserves and Surplus	2	7,650,687	7,650,107
(2) Non-Current Liabilities			
(a) Deferred Tax Liabilities (Net)	3	2,469,169	2,469,169
(b) Other Long Term Liabilities	4	1,870,080	2,420,500
(3) Current Liabilities			
(a) Trade Payables	5	284,862	202,339
(b) Short-Term Provisions	6	2,342,237	2,396,671
Total		45,975,735	46,497,486
II. ASSETS			
(1) Non-Current assets			
(a) Fixed assets			
(i) Tangible assets	7	9,192,912	9,192,912
(b) Non Current Investments	8	778,060	778,060
(c) Long Term Loans and advances	9	26,391,108	26,985,108
(2) Current Assets			
(a) Inventories	10	9,521,054	9,521,054
(b) Cash and Bank Balances	11	92,601	20,351
Total		45,975,735	46,497,486
Summary of Significant Accounting Policies	17		
The accompanying Notes are an Integral Part of the Financial Statements			

AS PER OUR REPORT OF EVEN DATE

For **P. Murali & Co.,**
Firm Regn. No: 007257S
Chartered Accountants

Sd/-
P. Murali Mohana Rao
Partner
M.No. 023412

Sd/-
M. Srikanth Reddy
Director

By Order of the Board of Directors
For **Emed.Com Technologies Limited**
FRN. 022696N

Sd/-
P. Ratnakar Reddy
Director

Place : Hyderabad
Dated : 03.09.2012

EMED.COM TECHNOLOGIES LIMITED

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

(Amount in ₹)

Particulars	Note No.	Year Ending 31-03-2012	Year Ending 31-03-2011
I. EQUITY AND LIABILITIES			
I. Revenue from Operations			
II. Other Income	12	84,210	112,835
III. Total Revenue (I +II)		84,210	112,835
IV. Expenses:			
Employee Benefit expenses	13	36,400	32,100
Other Operating Expenses	14	28,090	(130,685)
Administrative Expenses	15	17,800	45,050
Financial costs	16	1,340	3,798
Total Expenses		83,630	(49,737)
V. Profit before exceptional and extraordinary items and tax (III - IV)		580	162,572
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		580	162,572
VIII. Extraordinary Items		-	-
IX. Profit Before Tax (VII - VIII)		580	162,572
X. Tax expense:			
(1) Current tax		-	666
(2) Deferred tax		-	-
XI. Profit(Loss) from the period from Continuing Operations (VII - VIII)		580	161,906
XII. Profit/(Loss) from Discontinuing Operations		-	-
XIII. Tax expense of Discounting Operations		-	-
XIV. Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		580	161,906
XVI. Earning per equity share:			
(1) Basic		-	-
(2) Diluted		-	-
Summary of Significant Accounting Policies	17		
The accompanying Notes are an Integral Part of the Financial Statements			

AS PER OUR REPORT OF EVEN DATE

For **P. Murali & Co.,**
Firm Regn. No: 007257S
Chartered Accountants

By Order of the Board of Directors
For **Emed.Com Technologies Limited**
FRN. 022696N

Sd/-
P. Murali Mohana Rao
Partner
M.No. 023412

Sd/-
M. Srikanth Reddy
Director

Sd/-
P. Ratnakar Reddy
Director

Place : Hyderabad
Dated : 03.09.2012

EMED.COM TECHNOLOGIES LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31st MARCH, 2012

(Amount in ₹)

Particulars	Current Year	Previous Year
I. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit Before Tax	580	4,312
Adjustments for:-		
Financial Cost	1,340	3,798
Prior Period adjustments	–	158,260
Operating cash flow before working capital changes	1,920	166,370
(Increase) / Decrease in Trade Receivables	–	3,054,155
Increase / (Decrease) in Trade Payables	82,523	(3,214,376)
Increase / (Decrease) in Short Term Provisions	(54,434)	–
CASH GENERATED FROM OPERATIONS	30,009	6,150
CASH GENERATED FROM OPERATING ACTIVITIES	30,009	6,150
II. CASH FLOW FROM INVESTING ACTIVITIES:		
(Increase) / Decrease in Long Term Loans & Advances	594,000	–
NET CASH AVILABLE FROM INVESTING ACTIVITIES	594,000	–
III. CASH FLOW FROM FINANCING ACTIVITIES:		
Interest Paid	(1,340)	(3,798)
Increase / (Decrease) in Other Long Term Liabilities	(550,420)	–
NET CASH USED IN FINANCING ACTIVITIES	(551,760)	(3,798)
NET INCREASE IN CASH AND CASH EQUIVALENTS	72,249	2,351
Add : Opening balance of Cash & Cash equivalents	20,351	18,000
Closing balance of Cash & Cash equivalents	92,601	20,351

AS PER OUR REPORT OF EVEN DATE

By Order of the Board of Directors
For Emed.Com Technologies Limited
FRN. 022696N

Place : Hyderabad
Dated : 03.09.2012

Sd/-
M. Srikanth Reddy
Director

Sd/-
P. Ratnakar Reddy
Director

The Board of Directors
Emed.com Technologies Limited, Hyderabad

We have examined the attached Cash Flow Statement of M/s.Emed.com Technologies Limited for the year ended 31st March, 2012 The Statement has been prepared by the company in accordance with the requirements of Clause 32 of Listing Agreement with Stock Exchanges and is based on and in Agreement with the Corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report of to the members of the Company.

Yours faithfully,
for **P. MURALI & CO.**,
CHARTERED ACCOUNTANTS

EMED.COM TECHNOLOGIES LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2012

(Amount in ₹)

Particulars	Year Ending 31-03-2012	Year Ending 31-03-2011
NOTE - 1		
SHARE CAPITAL		
a Equity Share Capital		
(a) Authorised		
(12,000,000 Equity Shares of Rs 10/- each-Current Year)	120,000,000	–
(12,000,000 Equity shares of Rs 10/- each-Preious Year)	–	120,000,000
(b) Issued		
(3,383,880 Equity Shares of Rs 10/- each-Current Year)	33,838,800	–
(3,383,880 Equity Shares of Rs 10/- each-Preious Year)	–	33,838,800
(c) Subscribed & Fully Paid Up		
(3,383,880 Equity Shares of Rs 10/- each-Current Year)	33,838,800	33,838,800
(3,383,880 Equity Shares of Rs 10/- each-Preious Year)	–	–
(d) Subscribed & not fully paid up	–	–
Total (a)	33,838,800	33,838,800
b Calls unpaid :		
Equity Shares		
From Others		
Total (b)	2,480,100	2,480,100
Total Equity Share Capital (a - b)	31,358,700	31,358,700
c A Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:		
Equity Shares of Rs.10Each, Fully paid up		
At the Beginning	3,383,880	3,383,880
At the end	3,383,880	3,383,880
d Details of Shareholder holding more than 5% shares of the company:	% of Share Holding	
Equity Shares of Rs. 10 each Held By		
CDR Medical Industres No. of Shares (C.Y.) 670000	19.8	19.8
No. of Shares (P.Y) 670000		
Siddartha Consultancy services pvt ltd No. of Shares (C.Y.) 213300 No. of Shares (P.Y.) 213300	6.3	6.3
Vijaya ganesh Investmemts (p) Ltd No. of Shares (C.Y.) 209000 No. of Shares (P.Y.) 209000	6.18	6.18
Global Trust Bank limited No. of Shares (C.Y.) 199000 No. of Shares (P.Y.) 199000	5.88	5.88

EMED.COM TECHNOLOGIES LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2012

(Amount in ₹)

Particulars	Year Ending 31-03-2012	Year Ending 31-03-2011
NOTE - 2		
RESERVES AND SURPLUS		
I RESERVES AND SURPLUS		
a) Securities Premium Reserve		
As at the commencement of the year	49,719,800	49,719,800
Sub-Total	49,719,800	49,719,800
b) Surplus :		
i) Opening Balance - Profit and Loss Account	(43,712,969)	(43,874,875)
Add: Transfer from Profit & Loss Account	580	161,906
Sub-Total	(43,712,389)	(43,712,969)
c) General Reserves		
As at the commencement of the year	1,643,276	1,643,276
Sub-Total	1,643,276	1,643,276
Total Reserves and Surplus	7,650,687	7,650,107
NOTE - 3		
DEFERRED TAX LIABILITY (NET)		
I Opening Deferred tax Liability	2,469,169	2,469,169
Add: Deferred Tax Liability for the year (Due to SLM and WDV Difference)	-	-
Deferred Tax Liability/ (Asset) – Net	2,469,169	2,469,169
NOTE - 4		
OTHER LONG TERM LIABILITIES		
I a) Trade Payables & Others		
- Advance from Customers	1,870,080	2,420,500
Total Long Term Liabilities	1,870,080	2,420,500
NOTE - 5		
TRADE PAYABLES		
I a) Trade Payables	284,862	202,339
Total Trade Payables	284,862	202,339
NOTE - 6		
SHORT TERM PROVISIONS		
I Provision for Expenses	2,342,237	2,396,671
Total Short Term Provisions	2,342,237	2,396,671

EMED.COM TECHNOLOGIES LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2012

NOTE - 7 TANGIBLE ASSETS AS AT 31-03-2012

(Amount in ₹)

S. No.	PARTICULARS	GROSS BLOCK			DEPRECIATION / AMORTIZATION			NET BLOCK		
		As on 01.04.2011	Additions during the year	Deletions during the year	As on 31.03.2012	Depreciation As on 01.04.2011	Dep. For the Year 2011-2012	Total Depreciation	As on 31.3.2012	As on 31.3.2011
I	TANGIBLE ASSETS									
1	Medical Equipment	89,733,499	-	-	89,733,499	80,850,339	-	80,850,339	8,883,160	8,883,160
2	Office Equipment	215,730	-	-	215,730	125,860	-	125,860	89,870	89,870
3	Computers	216,985	-	-	216,985	-	-	-	216,985	216,985
4	Furniture	19,837	-	-	19,837	16,940	-	16,940	2,897	2,897
	TOTAL	90,186,051	-	-	90,186,051	80,993,139	-	80,993,139	9,192,912	9,192,912
	PREVIOUS YEAR	90,186,051	-	-	90,186,051	80,993,139	-	80,993,139	9,192,912	9,192,912

Particulars	Year Ending 31-03-2012	Year Ending 31-03-2011
-------------	------------------------	------------------------

NOTE - 8

NON- CURRENT INVESTMENTS

I Non- Current Assets

1) Investment

a) Equity Shares

- M/s Safire Global Medicare Limited **393,060** 393,060
(13,102 Equity Shares of Rs 10/- each fullypaid, including 20/-premium per share)

- M/s CDR Healthcare Limited **385,000** 385,000
(38,500 Equity Shares of Rs 10/- each fullypaid)

Total Non - Current Investments **778,060** **778,060**

NOTE - 9

LONG TERM LOANS AND ADVANCES

I Capital Advances

Security Deposit

Unsecured, Considered Good **3,225,000** 3,225,000

Total (a) **3,225,000** 3,225,000

Advances Recoverable in Cash or in kind

Unsecured, Considered Good **23,166,108** 23,760,108

Total (b) **23,166,108** 23,760,108

Total Long Term Loans and Advances **26,391,108** 26,985,108

NOTE - 10

INVENTORIES

I Inventories

9,521,054 9,521,054

Total Inventories **9,521,054** 9,521,054

EMED.COM TECHNOLOGIES LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2012

(Amount in ₹)

Particulars	Year Ending 31-03-2012	Year Ending 31-03-2011
NOTE - 11		
CASH AND BANK BALANCES		
I Cash and Cash Equivalents :		
a) Balances with banks :		
1) On Current Accounts	315	775
b) Cash on hand	92,286	19,576
Total Cash and Cash Equivalents	92,601	20,351
NOTE - 12		
OTHER INCOME		
(a) Other non-operating income	84,210	112,835
Total Other Income	84,210.00	112,835
NOTE - 13		
EMPLOYEE BENEFIT EXPENSES		
I (a) Salaries & Wages	36,400	32,100
(b) Contribution to Provident & Other Funds	-	-
Total Employee Benefit Expenses	36,400	32,100
NOTE - 14		
OTHER OPERATING EXPENSES		
(a) Payment to Auditors:		
(i) As Auditor	28,090	27,575
(b) Prior Period Items	-	(158,260)
Total Other Expenses	28,090	(130,685)
NOTE - 15		
ADMINISTRATIVE EXPENSES		
I (a) Telephone, Postage and Others	-	12,350
(b) Conveyance	-	3,450
(c) Office Maintenance	17,800	24,491
(d) Printing & Stationery Expenses	-	4,759
Total Administrative Expenses	17,800.00	45,050
NOTE - 16		
FINANCE COST		
I (a) Interest Expenses		
- Bank Charges	1,340	3,798
Total Finance Cost	1,340	3,798

NOTES FORMING PART OF THE ACCOUNTS

A. SIGNIFICANT ACCOUNTING POLICIES

General:

- (i) These accounts are prepared on the historical cost basis and on the accounting principles of a going concern.

EMED.COM TECHNOLOGIES LIMITED

- (ii) Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles.

Revenue Recognition:

The Company follows the mercantile system of Accounting and recognizes income and expenditure on accrual basis.

Investments:

Investments are stated at cost i.e., cost of acquisition, inclusive of expenses incidental to acquisition wherever applicable.

Fixed Assets :

Fixed assets are stated at cost less accumulated depreciation. Cost of acquisition of fixed assets is inclusive of freight, duties, taxes and incidental expenses thereto.

Taxation:

The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the Company. Deferred tax asset and liability is recognised for future tax consequences attributable to the timing differences that result between the profit offered for income tax and the profit as per the financial statements. Deferred tax asset & liability are measured as per the tax rates/laws that have been enacted or substantively enacted by the Balance Sheet date.

Earnings Per Share:

The earning considered in ascertaining the company's earnings per share comprises net profit after tax. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year.

Gratuity:

No provision for gratuity has been made as no employee has put in qualifying period of service for entitlement of this benefit.

B. NOTES TO FINANCIAL STATEMENTS

17. Particulars of Employees in accordance with Sub-section (2A) of Section 217 of the Companies Act, 1956 read with Companies (Particulars of Employees) Rule 1975. **NIL**
- | 18. Auditor's Remuneration: | Current Year (Rs.) | Previous Year (Rs.) |
|-----------------------------|--------------------|---------------------|
| Audit Fee | 28,090/- | 27,575/- |
19. There are no dues to SSI Units outstanding for more than 30 days.
20. No confirmations were obtained from debtors/creditors as to the balances receivable from/payable to them as at year end.
21. As there is no timing difference of depreciation / loss, the provisions for deferred income tax Liability does not arise as per Accounting Standard 22 (AS 22) issued by the ICAI and hence deferred income tax liability has not been provided.
22. Previous year's figures have been regrouped wherever necessary.
23. The figures have been rounded off to the nearest rupee.

As per our report of even date

For **P. Murali & Co.,**
Firm Regn. No: 007257S
Chartered Accountants

Sd/-

P. Murali Mohana Rao
Partner
M.No. 023412

Place : Hyderabad
Dated : 03.09.2012

Sd/-
M. Srikanth Reddy
Director

By Order of the Board of Directors
For **Emed.Com Technologies Limited**
FRN. 022696N

Sd/-
M. Venu Madhav
Director

EMED.COM TECHNOLOGIES LIMITED

No. 1001, 3-6-286 / 1&2 , Hyderguda, Hyderabad-500029, Andhra Pradesh

PROXY FORM

I/We _____
of _____ being a Member/Members of
the above named Company, hereby appoint _____ of
_____ as

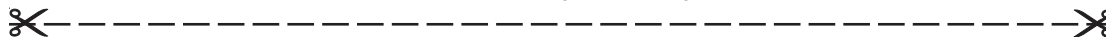
my/our proxy to vote for me/us on my/our behalf at the 23rd Annual General Meeting of the company to be held on Saturday, the 29th September, 2012 at 2.00 P.M at SUNDARAI AH VIGNAN, KENDRAM, BAGH LINGAMPALLI, HYDERABAD-500044 Andhra Pradesh and at any adjournment thereof.

Signed this _____ day of _____ 2012.

Signature _____

Affix,
Re. 1/-
Revenue
Stamp

- NOTE :** a) A Member entitled to attend and vote at the meeting is entitled to appoint a proxy and vote instead of himself.
b) Proxy need not be a member.
c) The proxy form duly completed should be deposited at the registered office of the company not less than 48 hours before the time fixed for holding the meeting.



EMED.COM TECHNOLOGIES LIMITED

No. 1001, 3-6-286 / 1&2 , Hyderguda, Hyderabad-500029, Andhra Pradesh

ATTENDANCE SLIP

(Please present this slip at the entrance of the meeting venue)

Regd. Folio. _____

Shares held _____

I hereby record my presence at the 23rd Annual General Meeting of the company to be held on Saturday, the 29th September, 2012 at 2:00 PM at NO SUNDARAI AH VIGNAN, KENDRAM, BAGH LINGAMPALLI, HYDERABAD-500044 , Andhra Pradesh Andhra Pradesh.

Name of the Shareholder :

Name of the Proxy :

Signature of member/proxy :

- Note :** 1) To be signed at the time of handing over this slip.
Members are requested to register their names at least 15 minutes prior to the commencement of the meeting.

BOOK-POST

If undelivered, please return to :

EMED.COM TECHNOLOGIES LIMITED

No. 1001, 3-6-286 / 1 & 2,
Hyderguda, Hyderabad-500029,
Andhra Pradesh

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