

FORM A

Format of covering letter of the annual audit report to be filed with the
Stock exchanges

Name of the Company	:	LCC Infotech Limited
Annual financial statements for the year ended	:	31st March 2013
Type of Audit observation	:	Un-Qualified
Frequency of observation	:	Not Applicable

For Budhia & Co.
Firm Regd. No: 320163E
Chartered Accountant

M.K. Budhia
M.K. Budhia

M.K. Budhia
Proprietor
Membership No.: 055197



Date: 30.05.2013
Place: Kolkata

For LCC Infotech Limited
LCC INFOTECH LIMITED
Kirti Lakhota
Managing Director

Kirti Lakhota
Chairman & MD
For LCC INFOTECH LTD.

Pratik Lakhota
Director Finance

Pratik Lakhota
Director Finance

For LCC INFOTECH LTD.

G.K. Gupta
Chairman Audit Committee

G.K. Gupta
Chairman
Audit Committee

LCC Infotech Limited

**Annual Report
2012-2013**

kn^owledge
Enriching Lives Through Technology

MRS KIRTI LAKHOTIA, CMD
MR SIDHARTH LAKHOTIA, Director, Chief Executive Officer
MR PRATIK LAKHOTIA, Director Finance
MR PRAVEEN JAIN
MR G K GUPTA
MR KAMALJIT SINGH

COMPANY SECRETARY
MR P. N. ROY CHOUDHURY

AUDITORS
BUDHIA & CO.
Chartered Accountant

CORPORATE CONSULTANT
A. K. LABH & COMPANY
Company Secretaries

REGISTRAR AND SHARE TRANSFER AGENT
M/S S. K. INFOSOLUTION PVT. LTD.
34/1A, SUDHIR CHATTERJEE STREET
KOLKATA 700 006

BANKERS
STATE BANK OF INDIA
AXIS BANK
CORPORATION BANK

REGISTERED OFFICE
P-16, CIT ROAD, KOLKATA 700 014
PHONE: (033) 4065 5107

CORPORATE OFFICE
2/5A SARAT BOSE ROAD, KOLKATA 700 020
PHONE: (033) 40033636 / 37
FAX: (033) 2485 2932

Website: <http://www.lccinfotech.co.in>
E-mail: corporate@lccinfotech.co.in

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LCC INFOTECH LIMITED

NOTICE

NOTICE is hereby given that the 27th Annual General Meeting of **LCC Infotech Limited** will be held at "**Bharatiya Bhasha Parishad**, 36A, Shakespeare Sarani Kolkata-700017 on Friday, the 26th July, 2013 at 11.30 A.M to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2013 and the Profit and Loss Account for the year ended on that date along with the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of **Mr. Sidharth Lakhotia** who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a director in place of **Mr. Praveen Jain** who retires by rotation and being eligible, offers himself for re-appointment
4. To appoint auditors of the company and to fix their remuneration.

By Order of the Board
For LCC Infotech Limited

P. N. Roychoudhury
Company Secretary

Kolkata
30th May, 2013

Notes:

1. The Register of Members and Share Transfer Books of the Company shall remain closed from 19th day of July, 2013 to 26th day of July, 2013 (both days inclusive).
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY THE MEETING**
3. ***Proxies in order to be effective must be received by the Company at its Registered Office/Corporate Office not less than 48 hours before the meeting.***
4. Members of the company holding more than one Share Certificate in the same name under different Ledger Folios, are requested to apply for consolidation of such Folios and send the relevant Equity Share Certificates to the Company's Registrar & Share Transfer Agent M/S S.K. INFOSOLUTION PVT.LTD. situated at 34/1A, Sudhir Chatterjee Street, Kolkata 700 006.
5. Please note that as per the notification of SEBI, the Company's Equity shares have been under compulsory Demat trading for all the investors. You are, therefore, requested to Demat your share holdings, to avoid inconvenience in future.
6. Information pursuant to clause 49 of the listing agreement in connection with the Directors retiring by rotation / confirming their appointment in the Annual General Meeting and given in the report on corporate governance as Annexed with the Director's report.
7. The Ministry Of Corporate affaire has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliance by companies through electronic mode. Companies are now permitted to send various notice/documents etc. to its shareholders/members through electronic mode to the registered e-mail address of the shareholders/ members. To support this green initiative of the govt. in full measure, members who have not registered their e-mail addresses so far, are requested to register their email addresses in respect to electronic holding with the depository through their concerned depository participants. Members who hold shares in physical form are requested to send request for dematerialization to registrar and share transfer agent M/S S.K. INFOSOLUTION PVT.LTD. at 34/1a, sudhir chatterjee street, kolkata 700 006
8. Members are requested to:
 - (a) Notify change of address, if any.
 - (b) Send query(ies), if any, regarding audited accounts at least 10 days before the meeting.
 - (c) Bring with them copy of the annual report and attendance slip at the meeting.
 - (d) Carry their identity proof to produce at the venue for security reasons.

By Order of the Board
For LCC Infotech Limited

Kolkata
30th May, 2013

P. N. Roychoudhury
Company Secretary

LCC INFOTECH LTD.
DIRECTORS' REPORT

To the Members,

Your Directors hereby present the 27th Annual Report together with the Audited Accounts for the year ended 31st March, 2013.

1. Financial Results:

The performance of the Company for the financial year ended March 31, 2013 is summarized below:
(Amount in Lacs)

	FOR THE YEAR ENDED 31ST MARCH 2013	FOR THE YEAR ENDED 31ST MARCH 2012
Profit/(Loss) for the year	(81.70)	9.62
Less: Tax Provision for the year	—	—
Less: Deferred Tax Provision for the year	—	—
Profit/(Loss) after Taxation	(81.70)	9.62
Less: Transfer from Reserve	—	—
Sales Return	—	—
	(81.70)	9.62
Add: Balance (Dr.) brought forward	(499.55)	(509.17)
	(581.25)	(499.55)
Less: Deferred Tax	—	—
Balance carried forward to Balance Sheet	(581.25)	(499.55)

2. Dividend:

As company incurred net loss of Rs. 81.70 lakh during the year and hence Board of Director of Director of your company expresses their inability to declared dividend for the current year.

3. Current year and Future Prospect

During the year 2012-13 company's total income was 953.88 lakhs and the total expenditure 1035.58 lakhs. Company has noted loss of Rs.81.70 lakhs after necessary appropriations/adjustment.

With India moving towards becoming a super power in the years to come, one of the key contributors to this growth will be a large pool of skilled and talented individuals. As seen recently that a large part of this pool is coming from smaller towns and cities across the country and this is a strong area of operation for your company. The job market is slow in the bigger cities however the smaller businesses in the semi urban part of the country are still working on automating their business processes and increasing efficiency. Your company is actively working on this segment that seems to have tremendous growth prospects in the coming years.

4. Directors:

In accordance with the provisions of the Companies Act, 1956 and the Articles & Association of the company, **Mr. Sidharth Lakhota** and **Mr. Praveen Jain** retires from office by rotation at the ensuing Annual General Meeting and, being eligible, offer themselves for re-appointment.

5. Auditors:

The Auditors M/s Budhia & Co. Chartered Accountant will retire at the forthcoming Annual General Meeting and being eligible offer themselves for reappointment. The company has received a certificate from them to the effect that their reappointment, if made, will be within the limits prescribed under Section 224(1) of the Companies Act, 1956.

6. Auditor Observations:

The observations of the Auditors are duly dealt in Notes of Accounts attached to the Balance Sheet and are self explanatory in nature.

7. Subsidiary Company:

The Audited Annual Accounts for the Financial Year ending 31st March, 2013 along with the Auditors' and Directors' Report thereon of eLCC.Info.com Ltd., a Subsidiary of your Company are annexed to this report as required under Section 212 of the Companies Act, 1956.

8. Fixed Deposits:

The Company has not accepted or invited any deposits from the Public and as such no amount of principal or interest was outstanding during the year 2012-13.

9. Particulars of Employees:

None of the employees of the Company is covered under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of employees) Rules, 1975.

10. Particulars pursuant to Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988:

The Company does not have any manufacturing activity and hence the provision of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 does not apply to the Company.

11. Directors' Responsibility Statement:

The Directors confirm pursuant to the provisions of Section 217 (2AA) of the Companies Act, 1956,

- * that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- * that the 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 31st March 2013 and of the profit or loss of the Company for that period;
- * that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- * that the Directors have prepared the annual accounts on a going concern basis.

12. Corporate Governance:

In terms of Listing Agreements, a report on Corporate Governance along with the Auditors' Report on its compliance is annexed, forming part of the Annual Report.

13. Listing Status

The company's shares are listed at Bombay Stock Exchange Limited and National Stock Exchange of India Limited. Listing fee has been paid till March 31st 2006 to Bombay Stock Exchange Limited and up to March 31st 2013 to National Stock Exchange of India Limited.

14. Acknowledgement:

Your Directors would like to express their grateful appreciation for the assistance and co-operation received from the members, bankers, business associates, various Govt. Authorities in all the endeavors of the Company during the year under review. Your Directors also place on record their deep sense of appreciation for the committed services of the Executives, Staffs and Workers of the Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

PLACE: KOLKATA
DATE: 30.05.2013

SIDHARTH LAKHOTIA
DIRECTOR & C.E.O

KIRTI LAKHOTIA
MANAGING DIRECTOR

ANNEXURE "A" TO DIRECTORS' REPORT
REPORT ON CORPORATE GOVERNANCE

1. Company's philosophy:

At LCC Infotech Limited, we believe good corporate governance, which results in corporate excellence by practicing and attaining maximum level of transparency, disclosures accountability and equity in all its interaction with its shareholders. Thus all the business transactions are ensures high degree of legal compliance and ethical standard. Further we believe that effective corporate governance must balance individual interest with corporate goals and operate within accepted norms of proprietary, equity, fair play and sense of justice. Report as required by the listing agreement on corporate Governance is given below:

2. BOARD OF DIRECTORS**A. Composition of the Board:**

The board consists of six directors consisting of three executive directors and three non-executive directors. There are three independent directors in the board fulfilling the criteria as stipulated vide clause 49.1.A.III of the listing agreement. Mrs. Kirti Lakhotia, Mr. Sidharth Lakhotia and Mr. Pratik Lakhotia, being relative and related with each other. All the directors are above 21 years of age.

Name of Directors	Category of Directors	Member of Boards of other Public Limited Co.	Total number of committee(s) membership in other Public Limited Company(ies)**	
			Chairman	Member
Mrs. Kirti Lakhotia* (Managing Director)	Executive Director	2	NIL	NIL
Mr. Sidharth Lakhotia* (Chief Executive Officer)	Executive Director	2	NIL	NIL
Mr. Pratik Lakhotia* (Director Finance)	Executive Director	2	NIL	NIL
Mr. Kamaljit Singh	Independent & Non Executive Director	NIL	NIL	NIL
Mr. G. K. Gupta	Independent & Non Executive Director	NIL	NIL	NIL
Mr. Praveen Jain	Independent & Non Executive Director	NIL	NIL	NIL

* Promoters of the company.

** Only the two committees viz, the audit committee and share holders grievance committee are considered.

b) Attendance of each Director at the Board Meeting and the last Annual General Meeting:

Sl.No.	Name of the Board of Directors	No.of meeting held	Meetings attended	Attendance in last AGM
1	Mrs. Kirti Lakhotia	6	6	No
2	Mr. Sidharth Lakhotia	6	6	Yes
3	Mr. Gopal Krishan Gupta	6	6	Yes
4	Mr. Praveen Jain ^	6	Nil	No
5	Mr. Pratik Lakhotia	6	6	Yes
6	Mr. Kamaljit Singh	6	6	No

^ Leave of absence was granted as in availability was regretted.

(c) Details of Board Meetings held during the year:

During the year the Board met seven times on the following dates and the time gap between two board meetings were not more than four months

The details of the Board meetings held during the year are as under:

Sr. No.	Date	Board Strength	No of Directors Present
1	30.04.2012	6	5
2	24.05.2012	6	5
3	24.07.2012	6	5
4	27.08.2012	6	5
5	10.11.2012	6	5
6	07.02.2013	6	5

Brief Resumes of Directors proposed to be appointed/reappointed

Name of the Director	Mr. Sidharth Lakhotia	Mr. Praveen Jain
Date of birth	29. 03. 1980	20.03.1961
Date of Appointment	15.05.1998	19.07.2000
Qualification	MBA from Indiana University	B. Tech-IIT Delhi, MBA Thunderbird University
Experience	Director & CEO of company having 13 years in the operation and management of the company. He is actively involved in all technological aspects related to Computer Training and Software Development.	Non-executive director of company. He has been working as Senior manager Global operations, Intel Corporation USA for last 23 years.
Directorship in other Public Limited companies	2	None
Chairman/Membership of the committee of the other Public Limited Company	None	None
Equity shares of the Company held by him	10859674	Nil

Code of Conduct:

The company has formulated and implemented a code of conduct for all Board members and Senior Management of the Company in compliance with Clause 49 of the listing Agreement. All Board members and Senior Management personnel has affirmed compliance with the code on annual basis. A declaration to this effect duly signed by Managing Director of the Company is annexed with this report.

3. Committees of the Board:**a) Audit Committee:**

During the year under report the 5 meeting of the audit committee were held in the following manner and the time gap between two boards meetings were not more than four months

	30.4.2012	24.7.2012	27.8.2012	10.11.2012	7.2.2013
Mr. G. K. Gupta (Chairman)	Yes	Yes	Yes	Yes	Yes
Mr. Kamaljit Singh	Yes	Yes	Yes	Yes	Yes
Mr. Praveen Jain**	No	No	No	No	No

*** Leave of absence was granted as in availability was regretted*

P. N. Roy Chowdhury, Company Secretary acts as secretary to the committee.

All the members of the committee are eminent in their respective fields and financially literate with sufficient accounting and financial management expertise.

The committee acts as a link between the management, auditors and board of directors of the company and has full access to the financial information. The terms of reference of the Audit Committee are in line with Clause 49.II. (C) and (D) of the Stock Exchange's Listing Agreement coinciding with the provisions of Section 292A of the Companies Act. 1956.

The general powers of the Audit Committee, inter-alia, includes:

- ~ Appointment / Reappointment and terms thereof the statutory auditors.
- ~ Reviewing the financial reporting process of the quarterly, half-yearly and Yearly financial statements and the Auditors' Reports.
- ~ Compliance with Accounting standards and other regulatory and legal requirements concerning financial statements.
- ~ Overview of the company's financial reporting process and the disclosure of it's financial statements.

(b) Remuneration Committee & Remuneration Policy:

The committee comprises of Mr. G.K. Gupta, Praveen Jain, & Mr. Kamaljit Singh. Mr. G.K. Gupta is the Chairman of the Committee.

During the year under review the committee met only once on 28-02-2013 and the meetings were attended by Mr. G. K. Gupta as Chairman and Mr. Kamaljt Singh while leave of absence was granted to Mr. Praveen Jain, who regretted his inability to attend the meeting.

Mr. P. N. Roy Choudhury acts as Secretary to the committee.

*** Functions of the Committee**

The Policy Dossier prescribes for payment of Compensation to Executive Directors by way of salary and other perquisites.

Shares / Convertible Instruments held by Non-Executive Directors as on 31.03.2013

Name of Non-Executive Directors	No. of Equity shares of Rs. 2/- each of the company	Convertible Instruments
Mr. Kamaljit Singh	Nil	N.A.
Mr. Praveen Jain	Nil	N.A.
Mr. G. K. Gupta	Nil	N.A.

The company does not have any ADR/GDR / Warrant/ Preference Shares/ Debentures etc.

*** Remuneration Policy**

The remuneration policy is directed towards rewarding performance based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice.

The aggregate value of salary and perquisites paid to Mrs. Kirti Lakhotia, Managing Director is Rs. 5.137 lacs and Mr. Sidharth Lakhotia, Director is Rs. 2.96 lacs, and Mr. Pratik Lakhotia, Director-Finance is Rs. 1.53 lacs of the Company for the year ended 31st March 2013 respectively. Further, no sitting fee was paid to any Director for attending any of the meetings of the Board or Committee thereof.

(c) Shareholders' / Investors' Grievance Committee:**Composition**

The Shareholder's / Investor's grievance committee comprises of the following directors

Name of the Member	Category	Designation
Mr. G. K. Gupta	Non-Executive & Independent Director	Chairman
Mr. Sidharth Lakhotia	Executive Director	Member
Mr. Praveen Jain	Non-Executive & Independent Director	Member

Mr. P. N. Roy Choudhury, Company Secretary acts as Secretary to the committee.

Functions and Activities:

Your company has Shareholders' / Investors' Grievance Committee to inter alia look into issues relating to Shareholders including transfer and transmission of shares, issue of duplicate share certificate, non-receipt of Annual Report and redressing of shareholders complaints etc. During the year under review the Company has processed the applications received and resolved within time.

The Committee meets once on 10.10.2012

Number of shareholders complaints received during the year	2
Number of complaints resolved during the year ended 31 st March 2013	1
Number of complaints lying unresolved as at 31.03.2013	1
Number of pending shares transfer as at 31.03.2013	None
Number of share transfer cases received during the year	1
Number of share transfer received during the year	500
Number of shares dematerialized during the year	4000
Number of shares rematerialized during the year	5000

*** Functions and activities:****Share Transfer System**

All the shares received for transfer are processed by the Registrar and Transfer agent (RTA). Share transfer are presently done within a maximum period of 30 days from the date of receipt, provided, the documents are complete in all respect. All share transfer are approved by Shareholders' and Investors' Grievance Committee.

The company's shares are traded in the Stock Exchanges compulsorily in Demat Mode. Shares in Physical Mode, which are lodged for transfer, are processed and returned to the Shareholders within the stipulated time. The company adopts transfer cum Demat system to facilitate Demat of Shares.

COMPLIANCE OFFICER: Mr. P. N. Roy Choudhury
Company Secretary
Phone: 033-40033635
Fax: 033-24852932
Email: corporate@lccinfotech.co.in

The company has dedicated a separate e-mail Id (corporate@lccinfotech.co.in) for shareholders' grievance and queries as per Clause 47(f) of the listing Agreement.

4. General Body Meetings:

(a) The last three Annual General Meetings of the Company was held as under:

YEAR	LOCATION	DATE	TIME
2009-2010	Bharatiya Bhasha Parisad, 36A, Shakespeare Sarani, Kolkata- 700 017	28.09.2010	01.00 P.M.
2010-2011	Tapan Theater 37A&B Sadanand Road, Kolkata-700026	28.09.2011	11.00 A.M.
2011-2012	Bharatiya Bhasha Parisad, 36A, Shakespeare Sarani, Kolkata- 700 017	27.09.2012	11.30 A.M.

- (b) No Extra Ordinary General meeting was held in last three years.
- (c) No resolution is required to be passed through postal ballot in the ensuing Annual General Meeting. No resolution was required to be passed through postal ballot in last three years.

5. Disclosures:

- (a) Disclosures on materially significant related party transactions, i.e., transactions of the Company of material nature, with its promoters, the Directors or the Management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of the Company at large:
- None of the transactions with any of the related parties were in conflict with the interests of the Company in general.
- (b) Details of non-compliance by the Company, penalties, and strictures imposed on the Company by the Stock Exchange or SEBI or any statutory authority or any matter related to Capital Markets, during the last three years:
- There were no significant instances of non-compliances of any matter related to the capital markets during the last year. The company's shares are listed at Mumbai and National Stock Exchanges. Further, there are certain shares for which listing application is lying pending with Mumbai and National Stock Exchanges. However, due to certain technical reasons, the trading of company's shares has been suspended in Mumbai Stock Exchanges since 14th February 2003.
- (c) In preparation of financial statement, the company has followed the Accounting Standard issued by ICAI. The significant accounting policies, which are consistently applied, have been set out in the Notes on Accounts.
- (d) Risk evaluation and management is an ongoing process within the organization. A detailed exercise on risk management covering the entire gamut of operation of the Company is being planned during the current fiscal.
- (e) The company has complied with all mandatory requirements of Clause 49 of the Listing Agreement. Non-mandatory requirements would be subject to review by the Board from time to time.

6. Means of Communication:

The Company has published its quarterly results generally in Business Standard (English), Dainik Lipi (Bengali).

The audited/Unaudited financial results and other permanent information will be available on the company's website very soon.

7. Management Discussions and Analysis:

Industry Structure and Analysis:

This year has been particularly challenging for the training sector as the country witnessed a steep decline in GDP and overall economic condition. This has resulted in the slow down of fresh job

openings as well as the industry also saw significant reduction in existing work force by several companies.

Opportunity and Threats:

As our country is strongly pushing for the skill training of the masses through various govt. funded / aided schemes, your company has the expertise as well as the infrastructure for undertaking such projects. Your company has already secured projects from various govt. organizations both at the state and central level for executing such skill development initiatives.

As students across the country are attempting to secure jobs in this uncertain market there are thousand of well trained students that are currently job less, this is creating a wave of insecurity amongst current training seekers as they are apprehensive of securing a job after spending in an already challenging economy.

Segment / Product wise Performance:

During the Financial Year your company executed and developed the following in various segments:

*** Individual I.T. Training:**

During the year your company has added several new training centers to its network thereby increasing student intake capacity. Your company has also introduced several new courses as well as upgraded the course modules of existing courses keeping in line with the market demand.

*** Schools, Colleges & University:**

Your company has been working with some leading Universities to facilitate degree programs through its network of centers. The demand for such degree courses has been very encouraging and we expect a significant rise in the enrollment numbers in the near future. Your company is also actively working on strengthening its school learning division and is in active talks with various schools for implementing turn-key learning solutions

*** New Business:**

With a new set of courses and an increasing network of centers, your company is actively working on various new projects and providing education to thousands of aspiring students. One of the key advantage your company enjoys is the presence of centers in rural and semi urban locations. These locations as hard to access but provide a rich and growing market of aspiring learners. With little competition in these areas, your company stands at a advantage.

Outlook:

With the recent developments your company is optimistic about reaping the benefits from its expanding network as well as with the starting of new skill development projects. With a strong position in the growing rural and semi urban market, your company stands to benefit significantly in the coming times.

Risks and Concerns:

With the domestic and global slow down the job market has been significantly affected resulting in decrease in job availability and leaving a large pool of trained manpower unemployed. With an uncertain job market the students are apprehensive of undertaking high financial commitments for spending on joining long term career oriented courses.

Internal Control Systems:

Your company has achieved a high level of efficiency with the adoption of evolving and dynamic systems. Using web based controlling systems increases reach and also ensures the safety of its data and reports.

Financial performance:

During the year 2012-13 company's total income was 953.88 lakhs and the total expenditure 1035.58 lakhs. Company has noted loss of Rs.81.70 lakhs after necessary appropriations/adjustment.

Future Prospects:

With India moving towards becoming a super power in the years to come, one of the key contributors to this growth will be a large pool of skilled and talented individuals. As seen recently that a large part of this pool is coming from smaller towns and cities across the country and this is a strong area of operation for your company. The job market is slow in the bigger cities however the smaller businesses in the semi urban part of the country are still working on automating their business processes and increasing efficiency. Your company is actively working on this segment that seems to have tremendous growth prospects in the coming years.

CAUTIONARY STATEMENT:

Investor are cautioned that this discussion contain forward looking statements that involve risk and uncertainties when used in this discussion , word like ' anticipate, belief, estimate, intend, will, and expect and other similar expression as they relate the company or its business is intended to identified such forward looking statements. The company undertakes no obligation to future events or otherwise. Actual result , performance or achievements could differ materially from those expressed or implied in such statements . Readers are cautioned as not to place undue reliance on the forward looking statements as they speak only as of their dates. The MD & A should be read in conjunction with the company's financial statements included herein and the notes thereto. Information provided in this MD&A pertains to LCC Infotech and its subsidiaries on a consolidated basis, unless otherwise stated.

8. CEO/CFO CERTIFICATE

The Managing Director & Director-Finance heading the finance function have certified to the Board the particulars as stipulated vide Clause 49V of the Listing Agreement.

9. Subsidiary Company:

eLCC info.com Limited is a subsidiary company.

10. General Shareholder Information:**A) ANNUAL GENERAL MEETING:**

Day, Date & Time: Friday 26th July 2013 at 11.30 A.M.
Venue: "Bharatiya Bhasha Parishad" 36A Shakespeare Sarani Kolkata-700017.

B) Financial Calendar 2012– 2013 (tentative)

Annual General Meeting (next year)	Last week of September 2013
Results for the quarter ending June 30, 2013	End of July/Mid of August 2013
Results for the quarter ending Sept 30, 2013	End of October/Mid of November 2013
Results for the quarter ending Dec 31, 2013	End of January/Mid of Feb 2014
Results for the quarter ending March 31, 2013	Last week April/Mid of May 2014

C) Dividend Payment Date:

The Company has not declared any dividend during the year under report.

D) Book Closure Date:

19th July 2013 to 26th July 2013 (both the days inclusive)

E) Listing Details:

Your Company's shares are listed at:

- | | |
|---|---|
| 1) Bombay Stock Exchange Limited
Floor 25, P. J. Towers,
Dalal Street, Mumbai- 400001 | 2) National Stock Exchange of India Limited
Exchange Plaza, Bandra Curla Complex,
Bandra (E), Mumbai- 400 051 |
|---|---|

Note:

- i) Annual Listing fees are paid to the Bombay Stock Exchange Limited upto 31st March 2006 and upto 31.03.2013 to the National Stock Exchange of India Limited.

F) Stock Code:

Bombay Stock Exchange Scrip Code: 532019
 National Stock Exchange Trading Symbol: LCCINFOTEC
 Demat ISIN No.: INE938A01021

G) Stock Market Data:**NATIONAL STOCK EXCHANGE**

(In Rupees per Share)

2012	Month's Low	Month's High
April	0.35	0.45
May	0.30	0.45
June	0.30	0.45
July	0.30	0.45
August	0.30	0.45
September	0.30	0.45
October	0.35	0.45
November	0.30	0.40
December	0.30	0.40
2013		
January	0.30	0.40
February	0.25	0.35
March	0.20	0.35

H) Registrar & Share Transfer Agent:

The equity shares of the Company being in compulsory demat list are transferable through the depository system for which the Company has established connectivity through M/s S. K. Infosolution Pvt Ltd., 34/1A, Sudhir Chatterjee Street, Kolkata - 700 006, and they are the Registrar & Share Transfer Agent (Both Physical and Depository). 124,757,344 shares are held in Demat mode as on 31.3.2013.

I) SHAREHOLDING PATTERN AS ON 31.03.2013

Range No of Shares	No. of Shareholders	% to total Shareholders	No. of Shares Held	% of Shareholders
1-500	6933	38.28	2807080	2.21
501-1000	3729	20.59	3609292	2.85
1001-2000	2488	13.74	4303789	3.40
2001-3000	1578	8.71	4151560	3.28
3001-4000	513	2.83	1901202	1.50
4001-5000	1002	5.53	4940883	3.90
5001-10000	1022	5.64	8229040	6.50
10001-50000	702	3.88	14908696	11.78
50001-100000	80	0.44	6010180	4.75
100001 and Above	65	0.36	75731628	59.82
TOTAL	18112	100.00	126593350	100.00

J) DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2013

CATEGORY	NO. OF SHARES HELD	PERCENTAGE OF SHAREHOLDING
A. Promoter's Holding		
1. Promoters		
- Indian Promoters		
- Foreign Promoters	58,131,011	45.92
	NIL	NIL
2. Persons acting in concert	NIL	NIL
Sub-Total (i)	58,131,011	45.92
B. Non-Promoters Holding		
3. Institutional Investors		
(a) Mutual Funds and UTI	2,500	0.00
(b) Banks, Financial Institutions, Insurance Companies (Central / State Gov. Institutions / Non-government Institutions)	2,500	0.00
(c) FIIs	105,000	0.08
Sub-Total (ii)	1,10,000	0.08
4. Others		
(a) Private Corporate Bodies	14549007	11.49
(b) Indian Public	521449989	41.20
(c) NRIs / OCBs	1653343	1.31
(d) Any Other	NIL	NIL
Sub-Total (iii)	68,352,339	54.00
GRAND TOTAL [(i) + (ii) + (iii)]	126,593,350	100.00

K) HOLDING PATTERN AS ON 31.03.2013

Sl No.		No. of Shares	Percentage	No. of Holders	Percentage
1	NSDL	9,63,13,371	76.08	12892	71.18
2	CDSL	2,84,43,973	22.15	3789	20.92
3	PHYSICAL	18,36,006	1.45	1431	7.90
	TOTAL	12,65,93,350	100.00	18112	100.00

L) Address for Correspondence**(i) REGISTERED OFFICE**

LCC Infotech Limited
P-16, C.I.T. Road,
Kolkata – 700 014
Phone: 033-2277906

(ii) CORPORATE OFFICE

LCC Infotech Limited
2/5A, Sarat Bose, Road
Kolkata – 700 020
Phone: 033-40033636/37

(iii) ANY QUERY ON ANNUAL REPORT	(iv) INVESTOR CORRESPONDENCE
Secretraial Department LCC Infotech Limited 2/5A, Sarat Bose Road Kolkata - 700 020 Phone:033-40033635 Email: corporate@lccinfotech.co.in	RTA (For both Physical & Demat) M/s S. K. Computers 34/1A, Sudhir Chatterjee Street Kolkata – 700 006 Phone: 033-22196797

9. A certificate from Auditors on corporate Governance is enclosed.

All other matters as contained in clause 49 of the Listing agreement are dealt with by the management as and when the same get applicable to the company.

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

The Members,
LCC Infotech Limited

We have examined the compliance of conditions of Corporate Governance procedures implemented by LCC Infotech Limited for the year ended March 31st, 2013 as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanation given to us and the representation made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that in respect of investor grievances received during the year ended 31st March, 2013, no grievance are pending against the Company as on 31st March, 2013 as per the records maintained by the Company and presented to the investors grievances committee.

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 **BUDHIA & CO.**
Chartered Accountants
Firm Registration Number: 320163E

M. K. Budhia
Proprietor
Membership Number: 055197

Place: Kolkata
Date: May 30, 2013

INDEPENDENT AUDITOR'S REPORT

To the Members of LCC Infotech Limited

Report on the Financial Statements

We have audited the accompanying financial statements of LCC Infotech Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We 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 amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates 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 our audit opinion.

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 principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- (b) in the case of the Statement of Profit and Loss, of the loss 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.

Emphasis of Matter

We draw attention to Note 30 to the financial statements, where the collection from the franchisees have been shown as aggregate of collection as received by them independently and the expenses as incurred by the Company over the same have been booked accordingly as expenditure for generating such revenue resulting the differences accruing as net income to the Company. Revenue from the operation in statement of profit and loss of the Company includes Fees collected from students by the Franchises independently amounting Rs. 862.89 lakhs and Course execution and development expenses shown in the statement of profit and loss includes Rs. 794.30 lakhs incurred or paid by the Franchises independently based on the account statement of the Franchisees. Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said 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 purpose of our audit;
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - (c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - (e) On the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
 - (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 **BUDHIA & CO.**
Chartered Accountants
Firm Registration Number: 320163E

Place: Kolkata
Date: May 30, 2013

M. K. Budhia
Proprietor
Membership Number: 055197

Annexure to the Auditors' Report

The Annexure referred to in our report to the members of LCC Infotech Limited ("the Company") for the year ended 31 March 2013. We report that:

- (i) In respects of its fixed assets :
 - a) The company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
 - b) All fixed assets were physically verified by the management in the previous year in accordance with a planned programme of verifying them once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As informed, no material discrepancies were noticed on such verification.
 - c) There was no substantial disposal of fixed assets during the year.
- (ii) In respects of its inventory :
 - a) The management has conducted physical verification of inventory at reasonable intervals during the year.
 - b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.
- (iii) a) As informed, the Company has not granted any loans, secured or unsecured during the year to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956 and hence the requirements of sub clauses (b) to (d) of clause (iii) of the Order are not applicable.
 - e) The Company had taken loan from two parties covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs. 3.50 lakhs and the year-end balance of loans taken from such parties was Rs. 3.15 lakhs.
 - f) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions for such loans are not prima facie prejudicial to the interest of the Company.
 - g) The loans taken are re-payable on demand. As informed to us, the repayment of such loans, to the extent demanded, has been made by the Company, and thus, there has been no default on the part of the company. The loan taken is interest free.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business. During the course of our audit, no major weakness has been noticed in the internal control system in respect of these areas. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system of the company.
- (v) a) In our opinion and according to the information and explanations given to us we are of the opinion that the transactions in which Directors are interested as contemplated under Section 299 of the Companies Act, 1956 and which required to be so entered in the register maintained under Section 301 of the said Act, have been so entered.
 - b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding value of Rupees five lakhs have been entered into during the financial year at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) The Company has not accepted any deposits from the public.
- (vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (viii) To the best of our knowledge and as explained, 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 for the products of the Company.
- (ix) a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, cess and other material statutory dues applicable to it.

- b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, investor education and protection fund, employees' state insurance, income-tax, wealth-tax, service tax, sales-tax, customs duty, excise duty, cess and other undisputed statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- c) According to the information and explanation given to us, there are no dues of income tax, sales-tax, wealth tax, service tax, customs duty, excise duty and cess which have not been deposited on account of any dispute.
- (x) The Company's accumulated losses at the end of the financial year are less than fifty per cent of its net worth and *it has incurred cash losses in the current financial year*. Further, it has not incurred cash losses in the immediately preceding financial year.
- (xi) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that there are no dues to financial institution, bank or debenture holders.
- (xii) According to the information and explanations given to us and based on the documents and records produced 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.
- (xiii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Order are not applicable.
- (xiv) In respect of dealing in shares, securities, debentures and other investments, in our opinion and according to the information and explanations given to us, proper records have been maintained of the transactions and contracts and timely entries have been made therein. The shares, securities, debentures and other investments have been held by the Company, in its own name.
- (xv) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xvi) Based on information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.
- (xviii) The Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.
- (xix) The Company did not have any outstanding debentures during the year.
- (xx) The company has not raised any money by public issue during the year.
- (xxi) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

For **BUDHIA & CO.**
Chartered Accountants
Firm Registration Number: 320163E

M. K. Budhia
Proprietor
Membership Number: 055197

Place: Kolkata
Date: May 30, 2013

LCC INFOTECH LTD.**Balance Sheet as at 31st March, 2013**

Particulars	Notes	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share capital	2	2531.87	2531.87
(b) Reserves and surplus	3	3425.40	3507.10
(2) Non-Current Liabilities			
(a) Loan-term borrowings	4	2.89	6.48
(b) Long term provisions	5	-	50.55
(3) Current Liabilities			
(a) Short-term borrowings	6	3.15	-
(b) Trade payables	7	20.67	60.50
(c) Other current liabilities	8	47.60	35.37
Total		6031.58	6191.87
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
Tangible Assets	9	242.81	252.93
(b) Non-current investments	10	2,033.81	2,033.81
(c) Long term loans and advances	11	1,993.00	1992.26
(2) Current assets			
(a) Inventories	12	8.28	96.19
(b) Trade receivables	13	1651.06	1720.12
(c) Cash and Bank Balances	14	18.00	15.76
(d) Short term loans and advances	15	81.71	77.89
(e) Other current assets	16	2.91	2.91
Total		6031.58	6191.87
Summary of significant accounting policies		1	

The accompanying notes are an integral part of the financial statements

For BUDHIA & Co.
Firm Registration No: 320163E
Chartered Accountants

M. K. BUDHIA
Proprietor
Membership No.: 055197

Place : Kolkata
Date : May 30, 2013

For and on behalf of Board of Directors

Kirti Lakhotia - **Managing Director**

Sidharth Lakhotia - **Director**

P.N. Roy Choudhary - **Company Secretary**

LCC Infotech Limited.

Statement of Profit and Loss for the year ended 31st March, 2013

Particulars	Notes	2012-13 (Rs. in Lakhs)	2011-2012 (Rs. in Lakhs)
I. Revenue from operations	17	905.99	1,132.38
II. Other income	18	47.89	14.37
III. Total Revenue (I +II)		953.88	1,146.75
IV. Expenses:			
Development, production and execution expenses	19	797.90	952.29
Changes in inventories of Stock-in-Trade	20	87.91	21.41
Employee benefits expense	21	50.37	46.94
Other expenses	22	87.00	104.35
Finance Cost	23	1.27	1.48
Depreciation expenses	24	11.13	10.66
Total Expenses		1035.58	1137.13
V. Profit / (Loss) before tax (III - IV)		(81.70)	9.62
VI. Tax Expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
VII. Profit/(Loss) for the year		(81.70)	9.62
VIII. Earning per equity share: Basic and Diluted (in Rs.)	25	(0.06)	0.01
Summary of significant accounting policies	1		

The accompanying notes are an integral part of the financial statements

For BUDHIA & Co.
Firm Registration No: 320163E
Chartered Accountants

M. K. BUDHIA
Proprietor
Membership No.: 055197

Place : Kolkata
Date : May 30, 2013

For and on behalf of Board of Directors

Kirti Lakhotia - Managing Director

Sidharth Lakhotia - Director

P.N. Roy Choudhary - Company Secretary

2012-2013

LCCInfotech Ltd.

Cash Flow Statement for the year ended 31st March, 2013

	2012-13	2011-12
	(Rs. in Lakhs)	(Rs. in Lakhs)
A : Cash From Operating Activities		
Net Profit / (Loss) before Tax	(81.70)	9.62
Adjustment for :		
Depreciation	11.13	10.66
Dividend Received	-	(0.22)
Liabilities no longer required written back	(37.14)	-
Bad Debts	40.94	46.75
Interest (Net)	1.27	1.48
Operating Cash Flow before Working Capital Change	(65.50)	68.29
Adjustment for :		
(Increase) / Decrease in Trade Receivables	(18.63)	(79.97)
(Increase) / Decrease in Inventories	84.11	21.41
Increase / (Decrease) in Trade Payables	(2.69)	(7.17)
(Increase) / Decrease in Loans and Advances	(4.56)	(2.74)
Increase / (Decrease) in Other Current Liabilities	12.23	6.91
Cash (used in)/generated from operations	4.96	6.73
Income Tax paid	-	-
Net Cash From Operating activities	(A) 4.96	6.73
B :Cash Flow from Investing Activities :		
Purchase of Fixed Asset	(1.01)	(8.85)
Sale of Investments	-	7.00
Investment in Fixed Deposits	(1.00)	-
Dividend Received	-	0.22
Net Cash Flow from Investing Activities	(B) (2.01)	(1.63)
C :Cash flow from Financing Activities		
Proceeds from / (Repayment of) Borrowings (net)	(0.44)	(3.74)
Interest Paid	(1.27)	(1.48)
Net cash from Financing Activities	(C) (1.71)	(5.22)
Net Decrease/Increase in Cash and Cash-Equivalents (A+B+C)	1.24	(0.12)
Cash and cash equivalent - Opening balance	15.76	15.88
Cash and cash equivalent - Closing balance*	17.00	15.76
Note		
The Cash flow statement has been prepared under the "Indirect Method" set out in Accounting Standard 3 'Cash Flow Statement'		
Components of cash and cash equivalents as indicated in Note 14 comprises of:		
Cash on hand	0.52	0.28
Balances with scheduled banks on Current Accounts	16.48	15.48
	17.00	15.76

As per our attached report of even date

For and on behalf of the Board of Directors

For BUDHIA & Co.
Firm Registration No: 320163E
Chartered Accountants

Kirti Lakhota - **Managing Director**

Sidharth Lakhota - **Director**

M. K. BUDHIA
Proprietor
Membership No.: 055197

Place : Kolkata
Date : May 30, 2013

P.N. Roy Choudhury - **Company Secretary**

LCC Infotech Limited

Notes to the financial statements as at and for the year ended 31st March, 2013

1. Summary of Significant Accounting Policies**i. Basis of preparation of Financial Statements**

The financial statements have been prepared to comply in all material aspects with the Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis.

ii. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the date of financial statements and the results of operations during the reporting year end. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amount of assets and liabilities in future periods.

iii. Revenue Recognition

- a) Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.
- b) Franchisee registration fees are recognized as per the related agreement on receipt basis.
- c) Royalty at the rates agreed with the franchisees is recognized on receipt basis.
- d) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rates applicable.
- e) Dividend income is recognized when the shareholder's right to receive dividend is established by the balance sheet date.

iv. Fixed Assets

Fixed assets are stated at cost less accumulated depreciation/amortization and impairment, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

v. Impairment of Fixed Assets

The carrying amounts of assets are reviewed at each balance sheet date to determine whether there is any indication of impairment based on external/internal factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount which represents the greater of the net selling price and 'Value in use' of the assets. The estimated future cash flows considered for determining the value in use, are discounted to their present value at the weighted average cost of capital.

vi. Depreciation

- * Depreciation on fixed assets is provided on straight line method at the rates specified in schedule XIV to the Companies Act, 1956.
- * Depreciation on Fixed Assets added/disposed off during the period is provided on prorata basis with reference to the date of addition/disposal.
- * In case of impairment, if any, depreciation is provided on the revised carrying amount of the assets over their remaining useful life.

vii. Investments

Investments that are readily realisable and intended to be held for not more than one year from the date on which such investment is made are classified as Current Investments. All other Investments are classified as Long term Investments. Current Investments are stated

at lower of cost and market rate on an individual investment basis. Long term investments are considered "at cost" on individual investment basis, unless there is a decline other than temporary in the value, in which case adequate provision is made against such diminution in the value of investments.

viii. **Taxes on Income**

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred Income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

The deferred tax for timing differences between the book and tax profit for the year is accounted for using the tax rates and laws that have been substantively enacted as of the Balance Sheet date. Deferred tax asset is recognised 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 realised. If the Company has carry forward unabsorbed depreciation and tax losses, deferred tax asset is recognised only to the extent that there is virtual certainty supported by convincing evidence that sufficient taxable income will be available in future against which such deferred tax asset can be realised.

The carrying amount of deferred tax asset is reviewed at each Balance Sheet date. The company writes down the carrying amount of a Deferred Tax Asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

At each Balance Sheet date, the Company recognizes the unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax asset can be realized.

ix. **Inventory**

Inventory is valued at lower of cost and net realisable value.

x. **Cash and Cash Equivalents**

Cash and cash equivalents in the cash flow statement comprise of cash at bank and Cash/ Cheque on hand and short-term investments with an original maturity of three months or less.

xi. **Earnings Per Share**

Basic Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

xii. **Provisions**

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions made in terms of Accounting Standard 29 are not discounted to its present value and are determined based on management estimate required to settle the obligation, at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

xiii. **Contingent Liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

LCC INFOTECH LIMITED
P-16, CIT Road, Kolkata - 700014

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2013

	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
2. Share capital		
Authorised		
25,50,00,000 Equity Shares of Rs.2/- each	5100.00	5100.00
Issued, Subscribed and Paid up		
12,65,93,350 Equity Shares of Rs.2/- each	2531.87	2531.87
	2531.87	2531.87

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares	As at 31st March, 2013		As at 31st March, 2012	
	Nos.	Rs. in Lakhs	Nos.	Rs. in Lakhs
At the beginning of the year	126,593,350	2,531.87	126,593,350	2,531.87
Issued during the year	-	-	-	-
Outstanding at the end of the Year	126,593,350	2,531.87	126,593,350	2,531.87

(b) Terms / Rights attached to the equity shares

The Company has only one class of equity shares having par value of Rs. 2 per share. Each holder of equity shares is entitled to one vote per share.

(c) Details of shareholders holding more than 5% shares in the Company

Name of the shareholders	As at 31.03.2013		As at 31.03.2012	
	No. of shares	% of holding	No. of shares	% of holding
(Equity shares of Rs.2 each full paid up)				
Kirti Lakhotia	25,083,990	19.81	25,083,990	19.81
Pratik Lakhotia	11,213,205	8.86	11,213,205	8.86
Prashant Lakhotia	10,894,142	8.61	10,894,142	8.61
Sidharth Lakhotia	10,859,674	8.58	10,859,674	8.58

3. Reserves and surplus

	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
Reserve fund		
As per last Account	0.70	0.70
Securities premium account		
As per last Account	4,005.95	4,005.95

Surplus / (deficit) in the statement of profit and loss

As per Last Account

	(499.55)	(509.17)
Add: Profit / (Loss) for the year transferred from the Statement of Profit and Loss	(81.70)	9.62
	(581.25)	(499.55)
	<u>3,425.40</u>	<u>3,507.10</u>

LCC Infotech Ltd.

4. Long-term borrowings (Secured)	Non-Current portion		Current Maturities	
	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
Term Loans	2.89	6.48	3.59	4.25
	<u><u>2.89</u></u>	<u><u>6.48</u></u>	<u><u>3.59</u></u>	<u><u>4.25</u></u>
Amount disclosed under the head "Other current Liabilities" (note- 8)			(3.59)	(4.25)
Net amount	<u><u>2.89</u></u>	<u><u>6.48</u></u>	<u><u>-</u></u>	<u><u>-</u></u>
5. Long term provisions				
Provision for Bad Debt			-	46.75
Provision for Inventory - Software			-	3.80
			<u><u>-</u></u>	<u><u>50.55</u></u>
6. Short-term borrowings (Unsecured)				
Interest free loans and advances from related parties repayable on demand			3.15	-
			<u><u>3.15</u></u>	<u><u>-</u></u>
7. Trade Payables				
Due to Micro and Small Enterprises *			-	-
Due to Others			20.67	60.50
			<u><u>20.67</u></u>	<u><u>60.50</u></u>
8. Other Current Liabilities				
Other liabilities				
Current maturities of long-term borrowings (note -4)			3.59	4.25
Statutory dues payable			0.96	3.53
Others payable			43.05	27.59
			<u><u>47.60</u></u>	<u><u>35.37</u></u>

* Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provisions / payments have been made by the company to such creditors, if any, and no disclosures thereof are made in these financial statements.

LCC INFOTECH LIMITED
P-16, CIT Road, Kolkata - 700014

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2013

9. FIXED ASSETS :

(Rs. in Lakhs)						
Tangible Assets						
Particulars	Building	Plant & Machinery	Computers	Vehicles	Furniture and Fixtures	Total
Gross Block						
At April 1, 2011	300.49	13.88	805.13	41.06	311.52	1,472.08
Additions	-	0.52	8.15	-	0.18	8.85
Disposals	-	-	-	-	-	-
At March 31, 2012	300.49	14.40	813.28	41.06	311.70	1,480.93
Additions	-	-	1.01	-	-	1.01
Disposals	-	-	-	-	-	-
At March 31, 2013	300.49	14.40	814.29	41.06	311.70	1,481.94
Depreciation						
At April 1, 2011	68.96	8.55	804.19	24.13	311.51	1,217.34
Charge For the Year	4.90	0.68	1.16	3.90	0.02	10.66
Disposals	-	-	-	-	-	-
At March 31, 2012	73.86	9.23	805.35	28.03	311.53	1,228.00
Charge For the Year	4.90	0.68	1.64	3.90	0.01	11.13
Disposals	-	-	-	-	-	-
At March 31, 2013	78.76	9.91	806.99	31.93	311.54	1,239.13
Net Block						
At March 31, 2012	226.63	5.17	7.93	13.03	0.17	252.93
At March 31, 2013	221.73	4.49	7.30	9.13	0.16	242.81

LCC Infotech Ltd.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2013

As at As at
31.03.2013 31.03.2012
(Rs. in Lakhs) (Rs. in Lakhs)

10. Non-current investments**Trade Investments (Valued at Cost)****Unquoted equity shares (fully paid up)**

	<i>No. of Shares</i>	<i>Face Value per share Rs.</i>		
In Subsidiary Companies				
eLcc Info.com Limited	1841750	10	184.18	184.18

Non-Trade Investments (Valued at Cost)**Investment in Quoted equity shares (fully paid up)**

NIIT Limited	100	2	2.15	2.15
Universal Media Network Limited	782425	2	25.04	25.04
ATN International Limited	334980	4	31.82	31.82
R. S. Software Limited	1500	10	8.23	8.23
Tata Steel Limited	7500	10	6.84	6.84
Ranbaxy Laboratories Limited	3000	5	13.5	13.5
Videocon Industries Limited	100	10	0.23	0.23
			87.81	87.81

Investment in Un-Quoted equity shares (fully paid up)

Abex Infocom Pvt. Ltd.	50000	10	25.00	25.00
Advertiser's Advertising Agency Limited	2400	10	2.40	2.40
Alkon Trading Pvt. Ltd.	26000	10	8.84	8.84
Apex Infocom Services Pvt. Ltd.	40000	10	20.00	20.00
Aradhana Vyapar Pvt. Ltd.	36000	10	18.00	18.00
Aristro Projects Ltd.	45650	10	20.54	20.54
Ashoke Paper Mills Ltd.	150000	10	15.00	15.00
Bhairav Trade Link Ltd.	4000	10	1.32	1.32
Cascade Dealcom Pvt. Ltd.	93450	10	30.87	30.87
Celeste Merchandise Pvt. Ltd.	12258	10	3.80	3.80
Champak Niketan Pvt. Ltd.	30000	10	15.00	15.00
Destiny International Ltd.	100000	10	50.00	50.00
Dhansafal Vyapaar Pvt. Ltd.	49000	10	14.90	14.90
Escorts Trade Link Pvt. Ltd.	74000	10	37.00	37.00
Galvenotek Industries Pvt. Ltd.	130000	10	65.00	65.00
Goldwine Merchandise Pvt. Ltd.	20000	10	10.00	10.00
Gurupath Merchandise Pvt. Ltd.	25000	10	6.75	6.75
Hanurag Projects Pvt. Ltd.	87850	10	37.77	37.77
Heritage Promoters & Estates Pvt. Ltd.	18000	10	9.00	9.00
Indivar Kutir Pvt. Ltd.	30000	10	15.00	15.00
Carried forward			406.19	406.19

			31.03.2013	31.03.2012
			(Rs. in Lakhs)	(Rs. in Lakhs)
Brought over			406.19	406.19
Jeet Vaniya Ltd.	36000	10	12.78	12.78
Jhalar Vincom Pvt. Ltd.	36000	10	18.00	18.00
Jmd Sounds Ltd.	57750	10	5.77	5.77
Lokpriya Trade & Agency Pvt. Ltd.	30000	10	15.00	15.00
Mangalmayee Garment Pvt. Ltd .	16000	10	13.76	13.76
Mansingh Oils & Grains Pvt. Ltd .	391967	10	293.98	293.98
Nathoo Commodities Pvt. Ltd.	40000	10	20.00	20.00
Nutshell Vyapar Pvt. Ltd.	80000	10	40.00	40.00
Ojas Suppliers Ltd.	26000	10	6.37	6.37
Omega Ventures Pvt. Ltd.	60000	10	30.00	30.00
Pentacon Plastic Co. Pvt. Ltd.	36000	10	18.00	18.00
PKV Spun Pipe Impex Pvt. Ltd.	36000	10	18.00	18.00
Platinum BioTech Pvt. Ltd.	7500	10	6.00	6.00
Pleasure Investment Pvt. Ltd	102300	10	51.15	51.15
Pushpak Trading & Consultancy Pvt. Ltd.	82000	10	41.00	41.00
Rangbarshi Projects Ltd.	60000	10	48.20	48.20
Raunak Tracon Pvt. Ltd.	42550	10	19.57	19.57
Ricon Tieup Ltd.	50000	10	50.00	50.00
Rolex Merchant Pvt. Ltd.	2800	10	28.00	28.00
Rubion Marketing Ltd.	30000	10	11.70	11.70
Sadhana Towers Pvt. Ltd.	18000	10	9.00	9.00
Sapience Commodities Pvt. Ltd.	25500	10	8.42	8.42
Savera Traders Ltd.	29750	10	29.75	29.75
Shalu Properties Pvt. Ltd.	18000	10	9.00	9.00
Sheetal Farms Ltd.	50000	10	50.00	50.00
Shivganga Distributors Pvt. Ltd	30000	10	15.00	15.00
Shree Agro Industries Ltd.	711600	10	177.90	177.90
Shyam Sree Steels Ltd.	1790	10	0.90	0.90
Skylark Commerce Pvt. Ltd.	50000	10	25.00	25.00
StarPoint Management Pvt. Ltd.	29000	10	21.60	21.60
Sudhanil Vanijya Ltd.	29050	10	5.51	5.51
Swarnima Properties Pvt. Ltd.	50000	10	25.00	25.00
Tayal Trading Pvt. Ltd.	40000	10	20.00	20.00
The Thermic Steel Co. Pvt. Ltd.	53000	10	26.50	26.50
Top Light Tradelink Pvt. Ltd.	100000	10	50.00	50.00
Triplerank Marketing Pvt. Ltd.	30000	10	15.00	15.00
Turnkey Commodities Ltd.	104500	10	36.57	36.57
Twinkle Traders Pvt. Ltd.	40000	10	20.00	20.00
Vijay Investment & Trading Pvt. Ltd.	55500	10	27.75	27.75
Vijay Path Distributors Ltd.	52000	10	26.00	26.00
Weldorf Tradelink Ltd.	15000	10	4.65	4.65
Whiteline Barter Ltd.	15000	10	4.80	4.80
			1761.82	1761.82
Grand Total			2,033.81	2,033.81

Aggregate Value of Investments

Quoted	87.81	87.81
Unquoted	1,946.00	1,946.00
Market Value of Quoted Investment	41.60	55.45

According to Board of Directors, diminution in the Market value of Investments in Equity Shares is not of a permanent nature and no provision is made into Accounts.

**11. Long Term Loans and Advances
(Unsecured, Considered good)**

Loans to Bodies Corporate	1,874.96	1,874.74
Loans to Others	23.42	23.42
Security Deposits	15.66	15.00
Other Receivables	78.96	79.10
	<u>1,993.00</u>	<u>1,992.26</u>

12. Inventories**(Valued at lower of cost and net realisable value)**

Software	-	76.09
Education and Training Materials	8.28	20.10
	<u>8.28</u>	<u>96.19</u>

13. Trade Receivables**(Unsecured, Considered good)**

Outstanding for a period exceeding six months from the date they are due for payment	1492.11	1,597.23
Other Receivables	158.95	122.89
	<u>1,651.06</u>	<u>1,720.12</u>

14. Cash and Bank Balances**(i) Cash and Cash Equivalents**

Cash on hand	0.52	0.28
Balances with Scheduled Banks On Current Accounts	16.48	15.48

(ii) Other Bank Balances

Deposits with original maturity for more than 3 months but less than 12 months	1.00	-
	<u>18.00</u>	<u>15.76</u>

15. Short Term Loans and Advances**(Unsecured, Considered good)**

Deposit with Government Authorities	77.63	76.92
Advances recoverable in cash or in kind or for value to be received or pending adjustments	4.08	0.97
	<u>81.71</u>	<u>77.89</u>

16. Other Current Assets

Interest Accrued on Loans and Deposits	2.91	2.91
	<u>2.91</u>	<u>2.91</u>

	2012-13 (Rs. in Lakhs)	2011-12 (Rs. in Lakhs)
17. Revenue from Operations		
Gross Collection from Franchisee	862.89	1,080.04
Franchisee Registration/Renewal	11.63	18.17
Income from Projects	31.47	34.17
	905.99	1,132.38
18. Other Income		
Rent	10.75	10.94
Dividend	-	0.22
Interest Income	-	1.43
Miscellaneous Income	-	1.78
Liabilities No Longer Required written back	37.14	-
	47.89	14.37
19. Changes in inventories of Stock-in-Trade		
Inventories at the beginning of the year		
Stock-in-Trade	96.19	117.60
Inventories at the end of the year		
Stock-in-Trade	8.28	96.19
	87.91	21.41
20. Development, Production and Execution expenses		
Course execution Expenses	794.30	945.63
Application Fees	3.00	1.66
Registration Charges	0.60	5.00
	797.90	952.29
21. Employee benefits expense		
Salary	48.32	44.91
Contribution to Provident Fund	0.04	0.06
Commission & Incentive	0.58	1.01
Staff Welfare Expenses	1.43	0.96
	50.37	46.94
22. Other Expenses		
Advertisement	3.12	8.97
Business Promotion	1.43	4.83
Travelling and Conveyance	4.14	7.97
Audit Fees	0.40	0.35
Electricity	5.54	4.63
Legal and Professional Expenses	3.84	3.27
Miscellaneous Expenses	1.28	4.65
Rates and Taxes	3.33	0.60
Rent	0.51	0.57
Repairs & Maintenance	7.33	7.65
Communication	3.29	3.69
Books & Periodical	0.02	0.07
Postage & Telegram	0.45	0.45
Printing & Stationery	5.58	3.38
Carriage Outward	0.06	0.05
Professional Fees	2.14	1.31
Listing & Custodian Fees	2.41	2.42
Bank Charges	0.08	0.21
Bad Debt	40.94	46.75
General Expenses	1.11	2.53
	87.00	104.35
23. Finance Cost		
Interest	1.27	1.48
	1.27	1.48

24. Depreciation Expenses

Depreciation of Tangible Assets	<u>11.13</u>	<u>10.66</u>
	<u>11.13</u>	<u>10.66</u>

25. Earning Per Share

Basis for calculation of Basic and Diluted Earnings Per Share is as under:

Profit / (Loss) after tax (Rs. in Lakhs)	(81.70)	9.62
Weighted Average Number of Equity Shares (Nos)	126593350	126593350
Nominal Value of each Equity Share (Rs.)	2	2
Basic and Diluted Earnings Per Share (Rs.)	(0.06)	0.01

26. The Company has only one business segment and its operations are also confined to one geographical segment i.e. India. As such, no further disclosure under Accounting Standard 17 "Segment Reporting" is required.

27. In terms of Accounting Standard 18, notified by the Companies Accounting Standard Rules, 2006, the related party disclosure is given below:-

(a) Name of the related parties & description of relationship**Subsidiary Company**

eLCC Info.Com Limited

Enterprises owned or significantly influenced by key management personnel or their relatives

Advertiser's Advertising Agency Limited

Key Managerial Personnel

Mrs. Kirti Lakhotia (Managing Director)

Mr. Sidharth Lakhotia (Director)

Mr. Pratik Lakhotia (Director)

(b) Details of Related Party Transaction

(Amount in Rs. Lakhs)

eLCC Info.Com Limited	89.55
Advertiser's Advertising agency Limited	31.47
Mrs. Kirti Lakhotia (Managing Director)	10.25
Mr Sidharth Lakhotia (Director)	6.10
Mr. Pratik Lakhotia (Director)	3.00

140.37

28. Deferred Tax Asset has not been recognized in these accounts in view of the Accounting Policy specified in Note no. 1(viii).

29. Additional information pursuant to the provisions of Part -II of Schedule - VI to the Companies Act, 1956.

(Value in Rs. Lakhs)

	Opening Balance		Production/Purchase		Stock Released		Closing Stock	
	Nos	Value	Nos	Value	Nos	Value	Nos	Value
1. Software	952	7609	-	-	952	7609	-	-
2. Books	8957	2010	-	-	5268	1182	3689	828

30. In terms of the existing agreements with various franchisees, the Company is entitled to a royalty income based on a percentage of gross collections of these franchisees. The Company has however accounted for its income as "Gross Collection from Franchisees" based on statements received from franchisees.

31. Previous Year's figures has been regrouped / rearranged wherever necessary.

As per our report of even date

For BUDHIA & CO.
Firm Registration No.: 320163E
Chartered Accountants

For and on behalf of the Board of Directors

Kirti Lakhotia - **Managing Director**

M. K. BUDHIA
Proprietor
Membership No.: 055197

Sidharth Lakhotia - **Director**

Place: Kolkata
Date: May 30, 2013

P.N. Roy Choudhary - **Company Secretary**

INDEPENDENT AUDITOR'S REPORT

To the Members of LCC Infotech Limited

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of LCC Infotech Limited ("the Company") and its subsidiary, which comprise the consolidated Balance Sheet as at March 31, 2013, and the consolidated Statement of Profit and Loss and consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the accompanying consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- (b) in the case of the consolidated Statement of Profit and Loss, of the loss for the year ended on that date; and
- (c) in the case of the consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to Note 30 to the financial statements, where the collection from the franchisees have been shown as aggregate of collection as received by them independently and the expenses as incurred by the Company over the same have been booked accordingly as expenditure for generating such revenue resulting the differences accruing as net income to the Company. Revenue from the operation in statement of profit and loss of the Company includes Fees collected from students by the Franchises independently amounting Rs. 862.89 lakhs and Course execution and development expenses shown in the statement of profit and loss includes Rs. 794.30 lakhs incurred or paid by the Franchises independently based on the account statement of the Franchisees. Our opinion is not qualified in respect of this matter.

For **BUDHIA & CO.**

Chartered Accountants

Firm Registration Number: 320163E

M. K. Budhia

Proprietor

Membership Number: 055197

Place: Kolkata

Date: May 30, 2013

LCC INFOTECH LIMITED AND ITS SUBSIDIARY

P-16, CIT Road, Kolkata - 700014

Balance Sheet as at 31st March, 2013

Particulars	Notes	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share capital	2	2531.87	2531.87
(b) Reserves and surplus	3	3391.09	3472.83
(2) Minority Interest		0.02	0.02
(3) Non-Current Liabilities			
(a) Loan-term borrowings	4	2.89	6.48
(b) Long term provisions	5	-	50.55
(4) Current Liabilities			
(a) Short-term borrowings	6	3.15	-
(b) Trade payables	7	20.68	60.59
(c) Other current liabilities	8	47.60	35.37
Total		5997.30	6157.71
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
Tangible Assets	9	242.81	252.93
(b) Non-current investments	10	1,849.63	1,849.63
(c) Long term loans and advances	11	2,142.90	2142.28
(2) Current assets			
(a) Inventories	12	8.28	96.19
(b) Trade receivables	13	1651.06	1720.12
(c) Cash and Bank Balances	14	18.00	15.76
(d) Short term loans and advances	15	81.71	77.89
(e) Other current assets	16	2.91	2.91
Total		5997.30	6157.71
Summary of significant accounting policies	1		

The accompanying notes are an integral part of the financial statements

For BUDHIA & Co.
Firm Registration No: 320163E
Chartered Accountants

M. K. BUDHIA
Proprietor
Membership No.: 055197

Place : Kolkata
Date : May 30, 2013

For and on behalf of Board of Directors

Kirti Lakhotia - Managing Director

Sidharth Lakhotia - Director

P.N. Roy Choudhary - Company Secretary

LCC INFOTECH LIMITED AND ITS SUBSIDIARY
P-16, CIT Road, Kolkata - 700014
Statement of Profit and Loss for the year ended 31st March, 2013

Particulars	Notes	2012-13 (Rs. in Lakhs)	2011-12 (Rs. in Lakhs)
I. Revenue from operations	17	905.99	1,132.38
II. Other income	18	47.89	14.37
III. Total Revenue (I +II)		953.88	1,146.75
IV. Expenses:			
Development, production and execution expenses	19	797.90	952.29
Changes in inventories of Stock-in-Trade	20	87.91	21.41
Employee benefits expense	21	50.37	46.94
Other expenses	22	87.04	104.38
Finance Cost	23	1.27	1.48
Depreciation expenses	24	11.13	10.66
Total Expenses		1035.62	1137.16
V. Profit / (Loss) before tax (III - IV)		(81.74)	9.59
VI. Tax Expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
VII. Profit/(Loss) for the year before minority interest		(81.74)	9.59
VIII. Minority Interest		-	-
IX. Profit/(Loss) for the year		(81.74)	9.59
X. Earning per equity share:			
Basic and Diluted (in Rs.)	25	(0.06)	0.01
Summary of significant accounting policies	1		

The accompanying notes are an integral part of the financial statements

For BUDHIA & Co.
Firm Registration No: 320163E
Chartered Accountants

M. K. BUDHIA
Proprietor
Membership No.: 055197

Place : Kolkata
Date : May 30, 2013

For and on behalf of Board of Directors
Kirti Lakhota - Managing Director

Sidharth Lakhota - Director

P.N. Roy Choudhary - Company Secretary

LCC INFOTECH LIMITED AND ITS SUBSIDIARY

P-16, CIT Road, Kolkata - 700014

Cash Flow Statement for the year ended 31st March, 2013

	2012-13 (Rs. in Lakhs)	2011-12 (Rs. in Lakhs)
A : Cash From Operating Activities		
Net Profit / (Loss) before Tax	(81.74)	9.59
Adjustment for :		
Depreciation	11.13	10.66
Dividend Received	-	(0.22)
Liabilities no longer required written back	(37.14)	-
Bad Debts	40.94	46.75
Interest (Net)	1.27	1.48
Operating Cash Flow before Working Capital Change	(65.54)	68.26
Adjustment for :		
(Increase) / Decrease in Trade Receivables	(18.63)	(79.97)
(Increase) / Decrease in Inventories	84.11	21.41
Increase / (Decrease) in Trade Payables	(2.77)	(7.18)
(Increase) / Decrease in Loans and Advances	(4.44)	(2.70)
Increase / (Decrease) in Other Current Liabilities	12.23	6.91
Cash (used in)/generated from operations	4.96	6.73
Income Tax paid	-	-
Net Cash From Operating activities (A)	4.96	6.73
B :Cash Flow from Investing Activities :		
Purchase of Fixed Asset	(1.01)	(8.85)
Sale of Investments	-	7.00
Investment in Fixed Deposits	(1.00)	-
Dividend Received	-	0.22
Net Cash Flow from Investing Activities (B)	(2.01)	(1.63)
C :Cash flow from Financing Activities		
Proceeds from Borrowings (net)	(0.44)	(3.74)
Interest Paid	(1.27)	(1.48)
Net cash from Financing Activities (C)	(1.71)	(5.22)
Net Decrease/Increase in Cash and Cash -Equivalents (A+B +C)	1.24	(0.12)
Cash and cash equivalent - Opening balance	15.76	15.88
Cash and cash equivalent - Closing balance*	17.00	15.76

Note

The Cash flow statement has been prepared under the "Indirect Method" set out in Accounting Standard 3 'Cash Flow Statement' Components of cash and cash equivalents as indicated in Note 14 comprises of:

Cash on hand	0.52	0.28
Balances with scheduled banks on Current Accounts	16.48	15.48
	<u>17.00</u>	<u>15.76</u>

As per our attached report of even date

For and on behalf of the Board of Directors

For BUDHIA & Co.
Firm Registration No: 320163E
Chartered Accountants

Kirti Lakhotia - **Managing Director**

M. K. BUDHIA
Proprietor
Membership No.: 055197

Sidharth Lakhotia - **Director**

Place : Kolkata
Date : May 30, 2013

P.N. Roy Choudhury - **Company Secretary**

Consolidated Notes to the financial statements as at and for the year ended 31st March, 2013
1. Basis of Consolidation:

The Consolidated Financial Statements which relate to LCC Infotech Limited (the Company) and its subsidiary have been prepared on the following basis:

- a) The financial Statements of the Company and its subsidiaries have been consolidated in terms of Accounting Standard - 21, "Consolidated Financial Statements" notified by the Companies Accounting Standard Rules, 2006, on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenditure after fully eliminating intra group balances, intra group transactions and any unrealized profit/loss included therein.
- b) The excess/shortfall of cost to the Company of its investment over equity in the subsidiary companies as on the date of investment is recognized in the financial statements as goodwill / capital reserve as the case may be. c) The consolidated financial statements have been prepared using uniform accounting policies, for like transactions and are presented to the extent possible, in the same manner as the Company's separate financial statements.
- d) The Subsidiary Company considered in the financial statements are as under:

		% of Voting Power/ Ownership interest
Name	Country of Incorporation	As at 31.03.2013
eLCC Info.com Ltd	India	99.9864

1.1 Summary of Significant Accounting Policies
i. Basis of preparation

The financial statements have been prepared to comply in all material aspects with the Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis.

ii. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the date of financial statements and the results of operations during the reporting year end. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amount of assets and liabilities in future periods.

iii. Revenue Recognition

- a. Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.
- b. Franchisee registration fees are recognized as per the related agreement on receipt basis.
- c. Royalty at the rates agreed with the franchisees is recognized on receipt basis.
- d. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rates applicable.
- e. Dividend income is recognized when the shareholder's right to receive dividend is established by the balance sheet date.

iv. Fixed Assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any.

Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

v. Impairment of Assets:

The carrying amounts of assets are reviewed at each balance sheet date to determine whether there is any indication of impairment based on external/internal factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount which represents the greater of the net selling price and 'Value in use' of the assets. The estimated future cash flows considered for determining the value in use, are discounted to their present value at the weighted average cost of capital.

vi. Depreciation

"Depreciation on fixed assets is provided on straight line method at the rates specified in schedule XIV to the Companies Act, 1956.

"Depreciation on Fixed Assets added/disposed off during the period is provided on prorata basis with reference to the date of addition/disposal.

"In case of impairment, if any, depreciation is provided on the revised carrying amount of the assets over their remaining useful life.

vii. Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as Current Investments. All other Investments are classified as Long term Investments. Current Investments are stated at lower of cost and market rate on an individual investment basis. Long term investments are considered "at cost" on individual investment basis, unless there is a decline other than temporary in the value, in which case adequate provision is made against such diminution in the value of investments.

viii. Taxation

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred Income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

The deferred tax for timing differences between the book and tax profit for the year is accounted for using the tax rates and laws that have been substantively enacted as of the Balance Sheet date. Deferred tax asset is recognised 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 realised. If the Company has carry forward unabsorbed depreciation and tax losses, deferred tax asset is recognised only to the extent that there is virtual certainty supported by convincing evidence that sufficient taxable income will be available in future against which such deferred tax asset can be realised.

The carrying amount of deferred tax asset is reviewed at each Balance Sheet date. The company writes down the carrying amount of a Deferred Tax Asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

At each Balance Sheet date, the Company recognizes the unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax asset can be realized.

ix. Inventory

Inventory is valued at lower of cost and net realisable value.

x. Cash and Cash equivalents

Cash and cash equivalents in the cash flow statement comprise of cash at bank and Cash/ Cheque in hand and short-term investments with an original maturity of three months or less.

xi. Earnings per Share

Basic Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

xii. Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions made in terms of Accounting Standard 29 are not discounted to its present value and are determined based on management estimate required to settle the obligation, at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

xiii. Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

LCC INFOTECH LIMITED AND ITS SUBSIDIARY

P-16, CIT Road, Kolkata - 700014

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2013

	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
2. Share capital		
Authorised		
25,50,00,000 Equity Shares of Rs.2/- each	<u>5100.00</u>	<u>5100.00</u>
Issued, Subscribed and Paid up		
12,65,93,350 Equity Shares of Rs.2/- each	2531.87	2531.87
	<u>2531.87</u>	<u>2531.87</u>

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period**Equity Shares**

	As at 31st March, 2013		As at 31st March, 2012	
	Nos.	Rs. in Lakhs	Nos.	Rs. in Lakhs
At the beginning of the year	126,593,350	2,531.87	126,593,350	2,531.87
Issued during the year	-	-	-	-
Outstanding at the end of the Year	<u>126,593,350</u>	<u>2,531.87</u>	<u>126,593,350</u>	<u>2,531.87</u>

(b) Terms / Rights attached to the equity shares

The Company has only one class of equity shares having par value of Rs. 2 per share. Each holder of equity shares is entitled to one vote per share.

(c) Details of shareholders holding more than 5% shares in the Company

Name of the shareholder (Equity shares of Rs. 2 each full paid up)	As at 31.03.2013		As at 31.03.2012	
	No. of shares	% of holding	No. of shares	% of holding
Kirti Lakhota	25,083,990	19.81	25,083,990	19.81
Pratik Lakhota	11,213,205	8.86	11,213,205	8.86
Prashant Lakhota	10,894,142	8.61	10,894,142	8.61
Sidharth Lakhota	10,859,674	8.58	10,859,674	8.58

3. Reserves and surplus

	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
Reserve fund		
As per last Account	<u>0.70</u>	<u>0.70</u>

Securities premium account

As per last Account

	4,005.95	4,005.95
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Surplus(deficit) in the statement of profit and loss

As per Last Account

	(533.82)	(543.41)
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Add: Profit / (Loss) for the year transferred from the Statement of Profit and Loss

	(81.74)	9.59
	(615.56)	(533.82)

	3,391.09	3,472.83
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4. Long-term borrowings (Secured)**Non-Current portion****Current Maturities**

	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
Term Loans	2.89	6.48	3.59	4.25
	2.89	6.48	3.59	4.25
Amount disclosed under the head "Other current Liabilities" (note- 8)			(3.59)	(4.25)
Net amount	2.89	6.48	-	-

5. Long term provisions

Provision for Bad Debt

-

46.75

Provision for Inventory - Software

-

3.80

	-	50.55
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6. Short-term borrowings (Unsecured)

Interest free loans and advances from related parties repayable on demand

3.15

-

	3.15	-
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7. Trade Payables

Due to Micro and Small Enterprises *

-

-

Due to Others

20.68

60.59

	20.68	60.59
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* Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provisions / payments have been made by the company to such creditors, if any, and no disclosures thereof are made in these financial statements.

8. Other Current Liabilities**Other liabilities**

Current maturities of long-term borrowings (note -4)

3.59

4.25

Statutory dues payable

0.96

3.53

Others payable

43.05

27.59

	47.60	35.37
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LCC INFOTECH LIMITED AND ITS SUBSIDIARY
P-16, CIT Road, Kolkata - 700014

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2013

9. FIXED ASSETS:

(Rs. in Lakhs)						
Tangible Assets						
Particulars	Building	Plant & Machinery	Computers	Vehicles	Furniture and Fixtures	Total
Gross Block						
At April 1, 2011	300.49	13.88	805.13	41.06	311.52	1,472.08
Additions	-	0.52	8.15	-	0.18	8.85
Disposals	-	-	-	-	-	-
At March 31, 2012	300.49	14.40	813.28	41.06	311.70	1,480.93
Additions	-	-	1.01	-	-	1.01
Disposals	-	-	-	-	-	-
At March 31, 2013	300.49	14.40	814.29	41.06	311.70	1,481.94
Depreciation						
At April 1, 2011	68.96	8.55	804.19	24.13	311.51	1,217.34
Charge For the Year	4.90	0.68	1.16	3.90	0.02	10.66
Disposals	-	-	-	-	-	-
At March 31, 2012	73.86	9.23	805.35	28.03	311.53	1,228.00
Charge For the Year	4.90	0.68	1.64	3.90	0.01	11.13
Disposals	-	-	-	-	-	-
At March 31, 2013	78.76	9.91	806.99	31.93	311.54	1,239.13
Net Block						
At March 31, 2012	226.63	5.17	7.93	13.03	0.17	252.93
At March 31, 2013	221.73	4.49	7.30	9.13	0.16	242.81

LCC INFOTECH LIMITED AND ITS SUBSIDIARY
P-16, CIT Road, Kolkata - 700014

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2013

			As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
10. Non-current investments				
Non-Trade Investments (Valued at Cost)	No. of shares	Face Value per share Rs.		
Investment in Quoted equity shares (fully paid up)				
NIIT Limited	100	2	2.15	2.15
Universal Media Network Limited	782425	2	25.04	25.04
ATN International Limited	334980	4	31.82	31.82
R. S. Software Limited	1500	10	8.23	8.23
Tata Steel Limited	7500	10	6.84	6.84
Ranbaxy Laboratories Limited	3000	5	13.5	13.5
Videocon Industries Limited	100	10	0.23	0.23
			87.81	87.81
Investment in Un-Quoted equity shares (fully paid up)				
Abex Infocom Pvt. Ltd.	50000	10	25.00	25.00
Advertiser's Advertising Agency Limited	2400	10	2.40	2.40
Alkon Trading Pvt. Ltd.	26000	10	8.84	8.84
Apex Infocom Services Pvt. Ltd.	40000	10	20.00	20.00
Aradhana Vyapar Pvt. Ltd.	36000	10	18.00	18.00
Aristro Projects Ltd.	45650	10	20.54	20.54
Ashoke Paper Mills Ltd.	150000	10	15.00	15.00
Bhairav Trade Link Ltd.	4000	10	1.32	1.32
Cascade Dealcom Pvt. Ltd.	93450	10	30.87	30.87
Celeste Merchandise Pvt. Ltd.	12258	10	3.80	3.80
Champak Niketan Pvt. Ltd.	30000	10	15.00	15.00
Destiny International Ltd.	100000	10	50.00	50.00
Dhansafal Vyapaar Pvt. Ltd.	49000	10	14.90	14.90
Escorts Trade Link Pvt. Ltd.	74000	10	37.00	37.00
Galvenotek Industries Pvt. Ltd.	130000	10	65.00	65.00
Goldwine Merchandise Pvt. Ltd.	20000	10	10.00	10.00
Gurupath Merchandise Pvt. Ltd.	25000	10	6.75	6.75
Hanurag Projects Pvt. Ltd.	87850	10	37.77	37.77
Heritage Promoters & Estates Pvt. Ltd.	18000	10	9.00	9.00
Indivar Kutir Pvt. Ltd.	30000	10	15.00	15.00
Jeet Vaniya Ltd.	36000	10	12.78	12.78
Jhalar Vincom Pvt. Ltd.	36000	10	18.00	18.00
Jmd Sounds Ltd.	57750	10	5.77	5.77
Lokpriya Trade & Agency Pvt. Ltd.	30000	10	15.00	15.00
Mangalmayee Garment Pvt. Ltd.	16000	10	13.76	13.76
Mansingh Oils & Grains Pvt. Ltd.	391967	10	293.98	293.98
Nathoo Commodities Pvt. Ltd.	40000	10	20.00	20.00
Nutshell Vyapar Pvt. Ltd.	80000	10	40.00	40.00
Ojas Suppliers Ltd.	26000	10	6.37	6.37
Omega Ventures Pvt. Ltd.	60000	10	30.00	30.00
Carried forward			861.85	861.85

Investment in Un-Quoted equity shares (fully paid up)				
Brought Over				
			861.85	861.85
Pentacon Plastic Co. Pvt. Ltd.	36000	10	18.00	18.00
PKV Spun Pipe Impex Pvt. Ltd.	36000	10	18.00	18.00
Platinum BioTech Pvt. Ltd.	7500	10	6.00	6.00
Pleasure Investment Pvt. Ltd.	102300	10	51.15	51.15
Pushpak Trading & Consultancy Pvt. Ltd.	82000	10	41.00	41.00
Rangbarshi Projects Ltd.	60000	10	48.20	48.20
Raunak Tracon Pvt. Ltd.	42550	10	19.57	19.57
Ricon Tieup Ltd.	50000	10	50.00	50.00
Rolex Merchant Pvt. Ltd.	2800	10	28.00	28.00
Rubion Marketing Ltd.	30000	10	11.70	11.70
Sadhana Towers Pvt. Ltd.	18000	10	9.00	9.00
Sapience Commodities Pvt. Ltd.	25500	10	8.42	8.42
Savera Traders Ltd.	29750	10	29.75	29.75
Shalu Properties Pvt. Ltd.	18000	10	9.00	9.00
Sheetal Farms Ltd.	50000	10	50.00	50.00
Shivganga Distributors Pvt. Ltd.	30000	10	15.00	15.00
Shree Agro Industries Ltd.	711600	10	177.90	177.90
Shyam Sree Steels Ltd.	1790	10	0.90	0.90
Skylark Commerce Pvt. Ltd.	50000	10	25.00	25.00
StarPoint Management Pvt. Ltd.	29000	10	21.60	21.60
Sudhanil Vanijya Ltd.	29050	10	5.51	5.51
Swarnima Properties Pvt. Ltd.	50000	10	25.00	25.00
Tayal Trading Pvt. Ltd.	40000	10	20.00	20.00
The Thermic Steel Co. Pvt. Ltd.	53000	10	26.50	26.50
Top Light Tradelink Pvt. Ltd.	100000	10	50.00	50.00
Triplerank Marketing Pvt. Ltd.	30000	10	15.00	15.00
Turnkey Commodities Ltd.	104500	10	36.57	36.57
Twinkle Traders Pvt. Ltd.	40000	10	20.00	20.00
Vijay Investment & Trading Pvt. Ltd.	55500	10	27.75	27.75
Vijay Path Distributors Ltd.	52000	10	26.00	26.00
Weldorf Tradelink Ltd.	15000	10	4.65	4.65
Whiteline Barter Ltd.	15000	10	4.80	4.80
			1761.82	1761.82
Grand Total			1,849.63	1,849.63

Aggregate Value of Investments

Quoted	87.81	87.81
Unquoted	1,761.82	1,761.82
Market Value of Quoted Investment	41.60	55.45

According to Board of Directors, diminution in the Market value of Investments in Equity Shares is not of a permanent nature and no provision is made into Accounts.

**11. Long Term Loans and Advances
(Unsecured, Considered good)**

Loans to Bodies Corporate	2,024.86	2,024.76
Loans to Others	23.42	23.42
Security Deposits	15.66	15.00
Other Receivables	78.96	79.10
	2,142.90	2,142.28

12. Inventories**(Valued at lower of cost and net realisable value)**

Software	-	76.09
Education and Training Materials	8.28	20.10
	8.28	96.19

13. Trade Receivables**(Unsecured, Considered good)**

Outstanding for a period exceeding six months from the date they are due for payment	1492.11	1597.23
Other Receivables	158.95	122.89
	1,651.06	1,720.12

14. Cash and Bank Balances**(i) Cash and Cash Equivalents**

Cash on hand	0.52	0.28
Balances with Scheduled Banks On Current Accounts	16.48	15.48

(ii) Other Bank Balances

Deposits with original maturity for more than 3 months but less than 12 months	1.00	-
	18.00	15.76

15. Short Term Loans and Advances**(Unsecured, Considered good)**

Deposit with Government Authorities	77.63	76.92
Advances recoverable in cash or in kind or for value to be received or pending adjustments	4.08	0.97
	81.71	77.89

16. Other Current Assets

Interest Accrued on Loans and Deposits	2.91	2.91
	2.91	2.91

17. Revenue from Operations

Gross Collection from Franchisee	862.89	1,080.04
Franchisee Registration/Renewal	11.63	18.17
Income from Projects	31.47	34.17
	905.99	1,132.38

18. Other Income

Rent	10.75	10.94
Dividend	-	0.22
Interest Income	-	1.43
Miscellaneous Income	-	1.78
Liabilities No Longer Required written back	37.14	-
	47.89	14.37

19. Changes in inventories of Stock-in-Trade

Inventories at the beginning of the year		
Stock-in-Trade	96.19	117.60
Inventories at the end of the year		
Stock-in-Trade	8.28	96.19
	87.91	21.41

20. Development, Production and Execution expenses

Course execution Expenses	794.30	945.63
Application Fees	3.00	1.66
Registration Charges	0.60	5.00
	797.90	952.29

21. Employee benefits expense

Salary	48.32	44.91
Contribution to Provident Fund	0.04	0.06
Commission & Incentive	0.58	1.01
Staff Welfare Expenses	1.43	0.96
	50.37	46.94

22. Other Expenses

Advertisement	3.12	8.97
Business Promotion	1.43	4.83
Travelling and Conveyance	4.14	7.97
Audit Fees	0.40	0.35
Electricity	5.54	4.63
Legal and Professional Expenses	3.84	3.27
Miscellaneous Expenses	1.28	4.65
Rates and Taxes	3.33	0.60
Rent	0.51	0.57
Repairs & Maintenance	7.33	7.65
Communication	3.29	3.69
Books & Periodical	0.02	0.07
Postage & Telegram	0.45	0.45
Printing & Stationery	5.58	3.38
Carriage Outward	0.06	0.05
Professional Fees	2.14	1.31
Listing & Custodian Fees	2.41	2.42
Bank Charges	0.08	0.21
Bad Debt	40.94	46.75
General Expenses	1.11	2.53
	87.00	104.35

23. Finance Cost

Interest	1.27	1.48
	1.27	1.48

24. Depreciation Expenses

Depreciation of Tangible Assets	11.13	10.66
	11.13	10.66

25. Earning Per Share

Basis for calculation of Basic and Diluted Earnings Per Share is as under:		
Profit / (Loss) after tax (Rs. in Lakhs)	(81.70)	9.62
Weighted Average Number of Equity Shares (Nos)	126593350	126593350
Nominal Value of each Equity Share (Rs.)	2	2
Basic and Diluted Earnings Per Share (Rs.)	(0.06)	0.01

26. The Company has only one business segment and its operations are also confined to one geographical segment i.e. India. As such, no further disclosure under Accounting Standard 17 "Segment Reporting" is required.

27. In terms of Accounting Standard 18, notified by the Companies Accounting Standard Rules, 2006, the related party disclosure is given below: -

(a) Name of the related parties & description of relationship**Subsidiary Company**

eLCC Info.Com Limited

Enterprises owned or significantly influenced by key management personnel or their relatives

Advertiser's Advertising Agency Limited

Key Managerial Personnel

Mrs. Kirti Lakhota (Managing Director)

Mr. Sidharth Lakhota (Director)

Mr. Pratik Lakhota (Director)

(b) Details of Related Party Transaction

	(Amount in Rs. Lakhs)
eLCC Info.Com Limited	89.55
	<u>89.55</u>

28. Deferred Tax Asset has not been recognized in these accounts in view of the Accounting Policy specified in Note No.1 (viii)

29. Additional information pursuant to the provisions of Part-II of Schedule-VI to the Companies Act, 1956.

(Value in Rs. Lakhs)

	Opening Balance		Production/Purchase		Stock Released		Closing Stock	
	Nos	Value	Nos	Value	Nos	Value	Nos	Value
1. Software	952	7609	-	-	952	7609	-	-
2. Books	8957	2010	-	-	5268	1182	3689	828

30. In terms of the existing agreements with various franchisees, the Company is entitled to a royalty income based on a percentage of gross collections of these franchisees. The Company has however accounted for its income as "Gross Collection from Franchisees" based on statements received from franchisees.

31. Previous Year's figures has been regrouped / rearranged wherever necessary.

As per our report of even date

For BUDHIA & CO.
Firm Registration No.: 320163E
Chartered Accountants

For and on behalf of the Board of Directors

Kirti Lakhotia - **Managing Director**

M. K. BUDHIA
Proprietor
Membership No.: 055197

Sidharth Lakhotia - **Director**

Place: Kolkata

P.N. Roy Choudhary - **Company Secretary**

Date: May 30, 2013

DIRECTORS' REPORT

Your Director's hereby present the 13th Annual Report of the Company together with the Audited Annual Accounts for the year ended 31st March 2013.

Financial Highlights:

The working results of the Company stand as under:

	For the Period ended 31. 03. 2013 Rs.
Profit/(Loss) for the year	(3700.00)
Less: Tax Provision for the year	NIL
Profit/(Loss) after Taxation	(3700.00)
Less: Transfer to Reserve	NIL
 Add: Balance (dr.) brought forward	 (3430186)
 Add: Excess Provision written back	 NIL
Balance Carried to Balance Sheet	(3430186)

Dividend:

In view of the loss incurred by the Company during the year under review, your directors express their inability to recommend any dividend.

Directors:

Mr. Sidharth Lakhota will retire from office by rotation at the ensuing Annual General Meeting of the company and being eligible to offer herself for reappointment.

Auditors:

The auditors M/s. Budhia & Co., Chartered Accountant will retire at ensuing meeting and being eligible offer themselves for reappointment.

Personnel:

None of the employees of the Company is covered under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules 1975.

Particulars pursuant to the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988:

The requirement regarding disclosure of particulars for conservation of energy, technology absorption and foreign exchange earnings and outgo as prescribed by the rules are not applicable to this company.

Deposit:

The Company has not accepted or invited any deposits from the Public and as such no amount of principal or interest was outstanding during the year 2012-13

Compliance Certificate:

Compliance Certificate pursuant to Section 383A of the Companies Act, 1956 is enclosed herewith and forms part of our report.

Director's Responsibility Statement:

The Directors confirm pursuant to the provisions of section 217(2AA) of the Companies Act, 1956,

- * that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- * that the 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 31st March 2013 and of the profit or loss of the Company for that period;
- * that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- * that the Directors have prepared the annual accounts on a going concern basis.

Acknowledgement:

Your Directors acknowledge the support and owe a debt of gratitude to the Shareholders, Investors and Bankers. Your Directors extend thanks to its clients for their continued faith and support reposed in the Company.

For and on behalf of the Board

Place: Kolkata

Date: 24.05.2013

SIDHARTH LAKHOTIA
Director

KIRTI LAKHOTIA
Director

INDEPENDENT AUDITOR'S REPORT

To the Members of eLCC INFO.COM LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of eLCC Info.Com Limited ("the Company"), which comprises the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We 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 amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates 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 our audit opinion.

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 principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- (b) in the case of the Statement of Profit and Loss, of the loss 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, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said 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 purpose of our audit;
- (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
- (c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
- (e) On the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
- (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 **BUDHIA & CO.**
Chartered Accountants
Firm Registration Number: 320163E

M. K. Budhia
Proprietor
Membership Number: 055197

Place: Kolkata

Date: May 24, 2013

Annexure to the Auditors' Report

The Annexure referred to in our report to the members of eLCC Info.Com Limited ("the Company") for the year ended 31 March 2013. We report that:

- (i) The Company does not have any fixed assets and hence clauses (i) (a) to (c) of the Companies (Auditor's Report) Order, 2003 (as amended), are not applicable.
- (ii) The Company does not have any inventory and hence clauses (ii) (a) to (c) of the Companies (Auditor's Report) Order, 2003 (as amended), are not applicable.
- (iii) a) As informed, the Company has not granted any loans, secured or unsecured during the year to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956 and hence the requirements of sub clauses (b) to (d) of clause (iii) of the Order are not applicable.
e) As informed, the Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Hence, clauses iii (f) and (g) of the Order, are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business. During the course of our audit, no major weakness has been noticed in the internal control system in respect of these areas. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system of the company.
- (v) a) In our opinion and according to the information and explanations given to us we are of the opinion that the transactions in which Directors are interested as contemplated under Section 299 of the Companies Act, 1956 and which required to be so entered in the register maintained under Section 301 of the said Act, have been so entered.
b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding value of Rupees five lakhs have been entered into during the financial year at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) The Company has not accepted any deposits from the public.
- (vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (viii) To the best of our knowledge and as explained, 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 for the products of the Company.
- (ix) a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, cess and other material statutory dues applicable to it.
b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, investor education and protection fund, employees' state insurance, income-tax, wealth-tax, service tax, sales-tax, customs duty, excise duty, cess and other undisputed statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
c) According to the information and explanation given to us, there are no dues of income tax, sales-tax, wealth tax, service tax, customs duty, excise duty and cess which have not been deposited on account of any dispute.
- (x) The Company's accumulated losses at the end of the financial year are less than fifty per cent of its net worth and *it has incurred cash losses in the current financial and immediately preceding financial year.*

- (xi) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that there are no dues to financial institution, bank or debenture holders.
- (xii) According to the information and explanations given to us and based on the documents and records produced 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.
- (xiii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Order are not applicable.
- (xiv) In our opinion, the Company is not dealing or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4 (xiv) of the Order, are not applicable.
- (xv) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xvi) Based on information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.
- (xviii) The Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.
- (xix) The Company did not have any outstanding debentures during the year.
- (xx) The company has not raised any money by public issue during the year.
- (xxi) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

For **BUDHIA & CO.**
Chartered Accountants
Firm Registration Number: 320163E

M. K. Budhia
Proprietor
Membership Number: 055197

Place: Kolkata

Date: May 24, 2013

2012-2013

M/S eLCC INFO.COM LIMITED

2/5A, SARAT BOSE ROAD, KOLKATA-700020

Balance Sheet as at 31st March, 2013

Particulars	Notes	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share capital	2	184.20	184.20
(b) Reserves and surplus	3	(34.30)	(34.26)
(2) Current Liabilities			
(a) Trade payables	4	0.01	0.09
Total		149.91	150.03
II. Assets			
(1) Non-current assets			
(a) Long term loans and advances	5	149.90	150.02
(2) Current assets			
(a) Cash and Bank Balances	6	0.01	0.01
Total		149.91	150.03
Summary of significant accounting policies	1		

The accompanying notes are an integral part of the financial statements

For BUDHIA & Co.
Firm Registration No: 320163E
Chartered Accountants

For and on behalf of Board of Directors

M. K. BUDHIA
Proprietor
Membership No.: 055197

Kirti Lakhotia - Director

Place : Kolkata
Date : May 24, 2013

Sidharth Lakhotia - Director

M/S eLCC INFO.COM LIMITED
2/5A, SARAT BOSE ROAD, KOLKATA-700020
Statement of Profit and Loss for the year ended 31st March, 2013

Particulars	Notes	2012-13 (Rs. in Lakhs)	2011-12 (Rs. in Lakhs)
I. Revenue from operations		-	-
II. Total Revenue		-	-
III. Expenses:			
Other expenses	7	0.04	0.04
Total Expenses		0.04	0.04
IV. Profit / (Loss) before tax (II - III)		(0.04)	(0.04)
V. Tax Expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
VI. Profit/(Loss) for the year		(0.04)	(0.04)
VII. Earning per equity share:			
Basic and Diluted (in Rs.)	8	(0.00)	(0.00)
Summary of significant accounting policies	1		

The accompanying notes are an integral part of the financial statements

For BUDHIA & Co.
Firm Registration No: 320163E
Chartered Accountants

For and on behalf of Board of Directors

M. K. BUDHIA
Proprietor
Membership No.: 055197

Kirti Lakhotia -Director

Place : Kolkata
Date : May 24, 2013

Sidharth Lakhotia - Director

2012-2013

M/S eLCC INFO.COM LIMITED

2/5A, SARAT BOSE ROAD, KOLKATA-700020

Cash Flow Statement for the year ended 31st March, 2013

	2012-13	2011-12
	(Rs. in Lakhs)	(Rs. in Lakhs)
A : Cash From Operating Activities		
Net Profit / (Loss) before Tax	(0.04)	(0.04)
Operating Cash Flow before Working Capital Change	(0.04)	(0.04)
Adjustment for :		
Increase / (Decrease) in Trade Payables	(0.08)	(0.01)
(Increase) / Decrease in Loans and Advances	0.12	0.03
Cash (used in)/generated from operations	0.00	(0.02)
Income Tax paid	-	-
Net Cash From Operating activities	(A) 0.00	(0.02)
B :Cash Flow from Investing Activities :	(B) -	-
C :Cash flow from Financing Activities	(C) -	-
Net Decrease/Increase in Cash and Cash -Equivalents	(A + B + C) 0.00	(0.02)
Cash and cash equivalent - Opening balance	0.01	0.03
Cash and cash equivalent - Closing balance*	0.01	0.01

Note

The Cash flow statement has been prepared under the "Indirect Method" set out in Accounting Standard 3 'Cash Flow Statement'

Components of cash and cash equivalents as indicated in Note 6 comprises of:

Cash on hand	0.01	0.01
Balances with scheduled banks on Current Accounts	-	-
	0.01	0.01

As per our attached report of even date

For and on behalf of the Board of Directors

For BUDHIA & Co.
Firm Registration No: 320163E
Chartered Accountants

Kirti Lakhotia - **Director**

M. K. BUDHIA
Proprietor
Membership No.: 055197

Place : Kolkata
Date : May 24, 2013

Sidharth Lakhotia - **Director**

Notes to the financial statements as at and for the year ended 31st March, 2013**1. Summary of Significant Accounting Policies****i. Basis of preparation of Financial Statements**

The financial statements have been prepared to comply in all material aspects with the Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis.

ii. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the date of financial statements and the results of operations during the reporting year end. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amount of assets and liabilities in future periods.

iii. Revenue Recognition

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

iv. Fixed Assets

Fixed assets are stated at cost less accumulated depreciation/amortization and impairment, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

v. Impairment of Fixed Assets

The carrying amounts of assets are reviewed at each balance sheet date to determine whether there is any indication of impairment based on external/internal factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount which represents the greater of the net selling price and 'Value in use' of the assets. The estimated future cash flows considered for determining the value in use, are discounted to their present value at the weighted average cost of capital.

vi. Depreciation

- Depreciation on fixed assets is provided on straight line method at the rates specified in schedule XIV to the Companies Act, 1956.
- Depreciation on Fixed Assets added/disposed off during the period is provided on prorata basis with reference to the date of addition/disposal.
- In case of impairment, if any, depreciation is provided on the revised carrying amount of the assets over their remaining useful life.

vii. Investments

Investments that are readily realisable and intended to be held for not more than one year from the date on which such investment is made are classified as Current Investments. All other Investments are classified as Long term Investments. Current Investments are stated at lower of cost and market rate on an individual investment basis. Long term investments

are considered "at cost" on individual investment basis, unless there is a decline other than temporary in the value, in which case adequate provision is made against such diminution in the value of investments.

viii. Taxes on Income

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred Income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

The deferred tax for timing differences between the book and tax profit for the year is accounted for using the tax rates and laws that have been substantively enacted as of the Balance Sheet date. Deferred tax asset is recognised 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 realised. If the Company has carry forward unabsorbed depreciation and tax losses, deferred tax asset is recognised only to the extent that there is virtual certainty supported by convincing evidence that sufficient taxable income will be available in future against which such deferred tax asset can be realised.

The carrying amount of deferred tax asset is reviewed at each Balance Sheet date. The company writes down the carrying amount of a Deferred Tax Asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

At each Balance Sheet date, the Company recognizes the unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax asset can be realized.

ix. Cash and Cash Equivalents

Cash and cash equivalents in the cash flow statement comprise of cash at bank and Cash/ Cheque on hand and short-term investments with an original maturity of three months or less.

x. Earnings Per Share

Basic Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

xi. Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions made in terms of Accounting Standard 29 are not discounted to its present value and are determined based on management estimate required to settle the obligation, at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

xii. Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

M/S eLCC INFO.COM LIMITED
2/5A, SARAT BOSE ROAD, KOLKATA-700020

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2013

	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
2. Share capital		
Authorised		
20,00,000 Equity Shares of Rs.10/- each	<u>200.00</u>	<u>200.00</u>
Issued, Subscribed and Paid up		
18,42,000 Equity Shares of Rs.10/- each	184.20	184.20
	<u>184.20</u>	<u>184.20</u>

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares

	As at 31st March, 2013		As at 31st March, 2012	
	Nos.	Rs. in Lakhs	Nos.	Rs. in Lakhs
At the beginning of the year	1,842,000	184.20	1,842,000	184.20
Issued during the year	-	-	-	-
Outstanding at the end of the Year	<u>1,842,000</u>	<u>184.20</u>	<u>1,842,000</u>	<u>184.20</u>

(b) Terms / Rights attached to the equity shares

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

(c) Details of Holding Company

Out of the equity shares issued by the Company, shares held by its holding company are as below:-

	<u>31.03.2013</u> (Rs.)	<u>31.03.2012</u> (Rs.)
18,41,750 Equity Shares of Rs. 10 each, fully paid up		
LCC Infotech Limited	18,417,500	18,417,500

(d) Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	As at 31st March, 2013		As at 31st March, 2012	
	Nos.	% of holding	Nos.	% of holding
(Equity shares of Rs. 10 each full paid up)				
LCC Infotech Limited	1841750	99.9864%	1841750	99.9864%

3. Reserves and surplus

	As at 31.03.2013 (Rs. in Lakhs)	As at 31.03.2012 (Rs. in Lakhs)
Surplus / (deficit) in the statement of profit and loss		
As per Last Account	(34.26)	(34.22)
Add: Profit / (Loss) for the year transferred from the Statement of Profit and Loss	(0.04)	(0.04)
	<u>(34.30)</u>	<u>(34.26)</u>

4. Trade Payables

Due to Micro and Small Enterprises *	-	-
Due to Others	0.01	0.09
	<u>0.01</u>	<u>0.09</u>

* Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provisions / payments have been made by the company to such creditors, if any, and no disclosures thereof are made in these financial statements.

5. Long Term Loans and Advances (Unsecured, Considered good)

Loans to Bodies Corporate	<u>149.90</u>	<u>150.02</u>
---------------------------	---------------	---------------

6. Cash and Bank Balances

(i) Cash and Cash Equivalents		
Cash on hand	<u>0.01</u>	<u>0.01</u>

7. Other Expenses

ROC Expenses	0.02	0.03
Audit Fees	0.01	0.01
Miscellaneous Expenses	0.01	-
	<u>0.04</u>	<u>0.04</u>

8. Earning Per Share

Basis for calculation of Basic and Diluted Earnings Per Share is as under:

Profit / (Loss) after tax (Rs. in Lakhs)	(0.04)	(0.04)
Weighted Average Number of Equity Shares (Nos)	1842000	1842000
Nominal Value of each Equity Share (Rs.)	10	10
Basic and Diluted Earnings Per Share (Rs.)	(0.00)	(0.00)

9. The Company has only one business segment and its operations are also confined to one geographical segment i.e. India. As such, no further disclosure under Accounting Standard 17 "Segment Reporting" is required.
10. In terms of Accounting Standard 18, notified by the Companies Accounting Standard Rules, 2006, the related party disclosure is given below: -

(a) Name of the related parties & description of relationship

Holding Company

LCC Infotech Limited

Key Managerial Personnel

Mrs. Kirti Lakhotia (Director)
Mr. Sidharth Lakhotia (Director)
Mr. Pratik Lakhotia (Director)

(b) Details of Related Party Transaction

(Amount in Rs. Lakhs)

LCC Infotech Limited

89.55

89.55

11. Deferred Tax Asset has not been recognized in these accounts in view of the Accounting Policy specified in Note no. 1(viii).

12. Previous Year's figures has been regrouped / rearranged wherever necessary.

As per our report of even date

For BUDHIA & CO.
Firm Registration No.: 320163E
Chartered Accountants

For and on behalf of the Board of Directors

Kirti Lakhotia - **Director**

M. K. BUDHIA
Proprietor
Membership No.: 055197

Sidharth Lakhotia - **Director**

Place: Kolkata
Date: May 24, 2013

A. K. LABH
Practicing Company Secretary

A. K. Labh & Co.
Company Secretaries
40, Weston Street,
3rd Floor, Kolkata – 700 013
Phone: (off) 033-2221-9381
Mobile: 98300 55689

To,
The Members,
eLCC Info.Com Limited
2/5A, Sarat Bose Road,
Kolkata – 700 020

Registration No. : 21-91069
Authorised Capital: Rs. 2,00,00,000/-
Paid-up Capital : Rs. 1,84,20,000/-

We have examined the registers, records, books and papers of **M/s eLCC Info.Com Limited** (the company) 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, 2013. 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, its officers and agents, 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 and 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 (ROC) as prescribed under the Act and the rules made there under.
3. The Company is a public limited company and is subsidiary of M/s LCC Infotech Limited.
4. The Board of Directors duly met 4(Four) times on 25.5.2012, 23.8.2012, 14.11.2012 and 27.02.2013 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Register of Members and share transfer books was not closed during the year.
6. The annual general meeting for the financial year ended on 31.03.2012 was held on 24.09.2012 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 period under report.
8. The provisions of Section 295 of the Act are not attracted.
9. The provisions of Section 297 of the Act are not attracted.
10. The company has made necessary entries in the register maintained under Section 301 of the Act. for the disclosures made by the directors pursuant to the provisions of Section 299 of the Act.
11. The provisions of Section 314 of the Act are not attracted.
12. No duplicate share certificate was issued during the year under report.
13. The Company has:
 - (i) neither issued any shares nor has received any request for transfer / transmission of shares during the period under report;
 - (ii) not declared any dividend including interim dividend during the period under report;
 - (iii) no amount of unpaid/unclaimed dividend due for transfer to the Investor Education & Protection Fund during the period under report;
 - (iv) complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted and there was no appointment of

- any additional, casual or alternate director during the period under report.
15. The provisions of Section 269 of the Act are not attracted.
 16. No sole-selling agent was appointed during the year.
 17. The Company was not required to obtain any approval of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities.
 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 new shares during the period under report.
 20. The Company has not bought back any shares during the year.
 21. The Company does not have any preference capital / debentures.
 22. The Company has not issued any right / bonus shares etc. during the year.
 23. The Company has not accepted/renewed any fresh deposit attracting provisions of Section 58A of the Act.
 24. The Company does not have any borrowings as on 31.03.2013
 25. The investments, loans and advances made by the Company are in compliance with the provisions 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 share capital of the company during the year under scrutiny.
 30. The Company has not altered the provisions of the Articles of Association of the Company during the year under scrutiny.
 31. We are informed that the Company has not received any show cause notice for any alleged offence during the period under report.
 32. We are informed that the company has not received any security from its employees during the year under certification.
 33. The provisions of Section 418 of the Act are not attracted.

For A. K. LABH & CO.
Company Secretaries

(A. K. LABH)
Proprietor
C. P. No. 3238

Place: Kolkata
Date: 24.05.2013

Annexure - A

Registers as maintained by the Company

1. Register of Members u/s 150
2. Register of Index of Members u/s 151
3. Register of transfer of shares u/s 108
4. Register of charges u/s 143
5. Register of Directors, Manager, etc. u/s 303
6. Register of Directors' shareholding u/s 307
7. Minutes of Board Meeting
8. Minutes of General Meeting
9. Books of Accounts u/s 209

Annexure - B

Forms and Returns as filed by the Company with the Registrar of Companies, during the financial year ending on 31st March, 2013

1. Form 20B u/s 159 (doct. dated 24.09.2012 filed on 05.11.2012)
2. Form 23AC & 23ACA u/s 220 (doct. dated 31.03.2012 filed on 18.12.2012)
3. Form 66 u/s 383A (doct. dated 27.07.2012 filed on 04.10.2012)



(AN ISO 9001 : 2008 COMPANY)
Registered Office : P - 16 C I T Road, Kolkata 700 014

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the Hall.

Full name of the Shareholder in Block Letters :

Folio No./Client ID :
No. of Shares held :

I hereby record my presence at the 27th Annual General Meeting of the Company, held at 36A, Shakespeare Sarani, Kolkata - 700017 on Friday, 26th July, 2013 at 11.30 a.m.

.....
Signature of the Shareholder

- Notes : 1. Only Shareholder of the company or their Proxies will be allowed to attend the Meeting.
2. Please complete this attendance slip and hand it over at the entrance of the Hall.



(AN ISO 9001 : 2008 COMPANY)
Registered Office : P-16 C I T Road, Kolkata 700 014

PROXY FORM

Full name of the Shareholder in Block Letters :

Folio No./Client ID :
No. of Shares held :

I/We of
..... In the District of
being a Member/Members of the above named Company, hereby appoint Mr./Mrs.
..... of in the District of
..... or failing him Mr./Mrs.
..... of in the District of
..... as my / our proxy to vote for me/us
on my/our behalf at the Annual General Meeting of the Company to be held on Friday 26th July
2013, at 11.30 am.

As witness my/our hand(s) this day of 2013.

.....
Signature



Note : The Proxy must be deposited at the Registered Office of the company not less than 48 hours before the time for holding the Meeting.

Book Post

To,

If undelivered please return to :
M/s S. K. Infosolution Pvt Ltd.
34/1A, Sudhir Chatterjee Street
Kolkata 700 006