

FINANCIAL  
YEAR  
2014-2015

EDNAMICS SOLUTIONS LIMITED  
15TH ANNUAL REPORT

## CORPORATE INFORMATION

### BOARD OF DIRECTORS

Mr. Vikas Saini	Executive & Whole-time Director
Ms. Anita Gupta	Non-Executive & Non Independent Director
Mr. Bharat Gupta	Non-Executive & Independent Director
Mr. Shyam Saini	Non-Executive & Independent Director

**COMPLIANCE OFFICER:** Mr. Mor Gunjan Suresh, Company Secretary

### REGISTERED OFFICE

A-406, Street No.8, Road No.4,  
Mahipalpur, New Delhi - 110075  
Tel: 91-11-32971712  
Fax: 91-11-32971712  
Email: [edynamicssolutions@yahoo.com](mailto:edynamicssolutions@yahoo.com);  
Website: [www.edynamicssolutions.com](http://www.edynamicssolutions.com)

### AUDITORS

M/s. Nitesh Pratap Singh and Associates  
A180, 2nd Floor Jhilmil Colony,  
Vivek Vihar, New Delhi-110095

### REGISTRARS & SHARE TRANSFER AGENT

#### Mas Services Limited

T - 34 IInd Floor,  
Okhla Industrial Area  
Phase - II  
New Delhi - 110020  
Ph. No. 011 - 26387281  
Email: [info@masserv.com](mailto:info@masserv.com)

**CORPORATE IDENTIFICATION NUMBER - L74900DL2000PLC106755**

**CONTENTS OF ANNUAL REPORT**

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## **NOTICE**

Notice is hereby given that 15<sup>th</sup> Annual General Meeting of the Shareholders of Edynamics Solutions Limited will be held on Wednesday, 23<sup>rd</sup> September, 2015 at 09:30 A.M at Navkar Tirth Atisey Ksetra, village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi to transact the following Business:

### **ORDINARY BUSINESS**

1. To receives consider and adopted the audited Balance sheet of the Company as at March 31 2015, the statement Profit & Loss Account, Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditor's thereon.
2. To appoint a director in place of Ms. Anita Gupta, who retires by rotation and being eligible, offers herself for re-appointment.
3. To ratify the appointment of M/s. NITESH PRATAP SINGH AND ASSOCIATES, Chartered Accountants, having firm registration no. 026796N as Statutory Auditor of the Company for the financial year 2015-2016 and to fix their remuneration.

**Date: 25.08.2015**

**Place: New Delhi**

**By Order of the Board  
For Edynamics Solutions Limited  
Sd/-  
Vikas Saini  
DIN: 06503769  
Director**

### **NOTES**

1. Member entitled to attend and vote at the meeting is entitled to appoint proxy to attend and vote instead of himself/herself and such proxy need not be a member of the company. Proxy instrument should be lodged with the company at its registered office not less than 48 hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy for any other person or shareholder.

2. Shareholders desiring any information as regards the Accounts are required to write to the Company at least seven days in advance of the meeting so that the information, to the extent practicable, can be made available at the meeting.
3. The Register of Members and Share Transfer Books of the company will remain closed from 18.09.2015 to 22.09.2015 (Both days inclusive) for AGM purpose.
4. Members are requested to notify any change in their addresses, at its Registered Office to the Company's Registrar and Share Transfer Agents.
5. As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copies of the Annual Report to the Meeting.

6. Members/Proxies should bring the Attendance Slip, duly filled in, for attending the Meeting. In case of Joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting and number of shares held by them.

**Date: 25.08.2015**

**Place: New Delhi**

**By Order of the Board  
For Edynamics Solutions Limited**

**Sd/-  
Vikas Saini  
DIN: 06503769  
Director**

## **DIRECTOR'S REPORT**

To,  
The Members  
Edynamics Solutions Limited

Your Directors have pleasure in presenting the Annual Report on the business and operations of the Company together with the Audited Accounts for the year ended 31<sup>st</sup> March, 2015.

### **FINANCIAL HIGHLIGHTS:**

The summarized performance of the Company for the years 2014-2015 and 2013-14 is given below:

(in Rs.)

Particulars	For Financial Year Ended	
	March 31, 2015	March 31, 2014
<b>Total Income</b>	55,025,160.00	25,587,737.36
<b>Total Expenditure</b>	54,375,242.26	25,123,419.47
<b>Profit after Depreciation but before Tax</b>	649,917.74	464,317.89
Less: Current Tax	269,859.00	191656.00
Add: Excess Provision of Income Tax of Previous years	Nil	Nil
Add: Deferred Tax	69033.97	41020.00
<b>Profit / (Loss) After Tax</b>	449,092.71	313,681.89
Proposed Dividend	Nil	Nil
Tax on Dividend	Nil	Nil
Transferred to Statutory Reserves	Nil	Nil

### **FINANCIAL PERFORMANCE AND RESERVE AND SURPLUS**

During the year under review, Your Company has recorded a total income of Rs. 55,025,160/- against Rs. 25,587,737/- in the previous year. Profit after tax is Rs 449,092 as compared to Rs 313,681 in the previous year which has been transferred to the Reserve and Surplus.

### **DIVIDEND**

To Plough back the profits into the business, the Board of Directors has not declared any dividend during the year.

### **STATE OF COMPANY AFFAIRS:**

The Company is complying with all the applicable laws and provisions and there is no adverse action which affect the state of company affairs.

### **LISTING FEES**

At present the Company's Equity Shares are listed on SME platform of BSE Limited and the company has paid Listing Fees upto the year 2014-15.

**ISSUE OF EQUITY SHARES**

During the year under review, your company has not issued any shares.

**CHANGE IN THE NATURE OF BUSINESS:**

There has been no change in the nature of business during the year.

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

As required under Clause 52 of the Listing Agreement with the Stock Exchanges, the Management Discussion and Analysis of the financial condition and results of consolidated operations of the Company under review, is annexed to Directors' Report.

**EXTRACT OF ANNUAL RETURN**

As provided under Section 92(3) of the Act, the extract of annual return in Form MGT-9 is given in the Annexure.

**PUBLIC DEPOSIT**

Your Company has not accepted any deposits from the public during the year under review.

**MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

No material changes and commitments affecting the Financial Position of the Company which have occurred between the end of the Financial year of the Company to which the Financial Statement relate and the date of this report.

**RELATED PARTY TRANSACTIONS**

There are no related party transactions in the year under Report except as reported in the Financial Statements.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

During the year under review, the Company has not given any loans and guarantees. Details of Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the Notes to the Financial Statements.

**RISK MANAGEMENT**

For Edynamics Solutions Limited, an effective risk management policy lies at the core of our business philosophy, which is centered on delivering high and better returns to all our stakeholders. With ups and downs, volatility and fluctuations in the financial business in which the Company operates. Edynamics Solutions Limited is exposed to various risks and uncertainties in the normal course of our business. Since such variations can cause deviations in the results from operations and affect our financial state, the focus on risk management continues to be high.

**CORPORATE SOCIAL RESPONSIBILITY**

Provisions of section 135 of the Companies Act, 2013 dealing with constitution of Corporate Social Responsibility Committee and related matters, is not applicable to your Company.

**DIRECTORS & KEY MANAGERIAL PERSONNEL**

In accordance with Section 152 of the Companies Act, read with the Articles of Association of the Company, Ms. Anita Gupta, Non-Executive Director of the Company, retire by rotation and are being eligible offer herself for re-appointment at the ensuing Annual General Meeting.

During the year under review there were no other changes in the directorship of the Company.

**NAME OF THE COMPANIES WHICH HAVE BEEN BECOME OR CEASED TO BE ITS SUBSIDIARIES AND ASSOCIATE COMPANIES DURING THE YEAR**

Since the Company has no subsidiaries as on 31st March, 2015, provision of section 129 of the Companies Act, 2013 is not applicable.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:**

No Significant and Material orders has been passed by any Authority in the year under Report.

**BOARD MEETINGS**

During the year, 6 (Six) Board Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

**AUDIT COMMITTEE**

The Board has well-qualified Audit Committee with majority of Independent Directors including Chairman. They possess sound knowledge on Accounts, Audit, Finance, Taxation, Internal Controls etc. The details of the Composition of the Audit Committee are given in the Corporate Governance Report.

During the year, there are no instances where the Board had not accepted the recommendations of the Audit Committee.

**VIGIL MECHANISM / WHISTLE BLOWER POLICY**

As per the provision of Section 177 (9) of the Companies Act, 2013, the Company is required to establish an effective Vigil Mechanism for Directors and Employees to report genuine concerns. In line with this the Company has framed a Vigil Mechanism Policy through which the Directors and Employees may report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics without fear of reprisal. The Employees and Directors may report to the Compliance Officer and have direct access to the Chairman of the Audit Committee. The Whistle Blower Policy is placed on the website of the Company.

**NOMINATION & REMUNERATION AND COMPENSATION COMMITTEE & ITS POLICY**

The Company has duly constituted Nomination and Remuneration and Compensation Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013 and Clause 52 of the Listing Agreement.

The details of the Composition of the Nomination and Remuneration and Compensation Committee are given in the Corporate Governance Report.

**DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All women employees (permanent, contractual, temporary and trainee) are covered under this Policy.

The following is a summary of Sexual Harassment complaints received and disposed off during the year:

- a. No. of Complaints received: 0
- b. No. of Complaints disposed off: 0



**AUDITORS:**

The existing Auditors M/s. Nitesh Pratap Singh and Associates, Chartered Accountants, retire at the conclusion of the ensuing Annual General Meeting has given a letter to the effect that their appointment, if made, would be in accordance with the Act and that they are not disqualified for such appointment. And therefore, the Board of Director has recommended them to be re-appointed as Statutory Auditor of the Company for the financial year 2015-2016.

**CHANGE IN REGISTERED OFFICE**

During the period, the Company has changed its registered office to A-406, Street No.8, Road No.4, Mahipalpur, New Delhi - 110075.

**PARTICULARS OF EMPLOYEES AND REMUNERATION**

There is no employee in the Company drawing monthly remuneration of Rs. 5,00,000/ - per month or Rs. 60,00,000/ - per annum. Hence, the Company is not required to disclose any information as per Rule 5(2) the Companies (Appointment and Remuneration) Rules, 2014.

**SECRETARIAL AUDITOR & ITS REPORT**

M/s Neelam Bansal & Associates, Practicing Company Secretaries were appointed as Secretarial Auditors to conduct Secretarial Audit of records and documents of the Company for the financial year 2014-15. The said report does not contain any observation or qualification requiring explanation or comments from the Board under Section 134 (3) of the Companies Act, 2013.

**DECLARATIONS BY INDEPENDENT DIRECTORS**

Pursuant to the provisions of sub-section (7) of Section 149 of the Companies Act, 2013, the Company has received individual declarations from all the Independent Directors confirming that they fulfill the criteria of independence as specified in Section 149(6) of the Companies.

**FAMILIARIZATION PROGRAMME**

The Company at its various meetings held during the Financial year 2014-15 had familiarize the Independent Directors with regard to the roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the Business models of the Company etc. The Independent Directors have been provided with necessary documents, reports and internal policies to familiarize then with the Company's policies, procedures and practices.

Periodic presentations are made to the Board and Board Committee meeting on Business and performance updates of the Company, Business strategy and risks involved.

Quarterly updates on relevant statutory changes and judicial pronouncements and encompassing important amendments are briefed to the Directors

**PARTICULARS OF EMPLOYEES AND OTHER DISCLOSURE**

The prescribed particulars of Employees required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as Annexure to this Report.

The information required pursuant to Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company, will be provided on request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others

entitled thereto, excluding the information on employees particulars mentioned in rule 5(2) of the said rule which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company upto the date of ensuing Annual General Meeting. If any Member is interest in inspecting the same, such Member may write to the Compliance officer in advance.

### **HUMAN RESOURCES INDUSTRIAL RELATIONS:**

The takes pride in the commitment, competence and dedication shown by its employees in all areas of Business.

The Company is committed to nurturing, enhancing and retaining top talent through superior Learning and Organizational Development. This is a part of Corporate HR function and is a critical pillar to support the Organisation's growth and its sustainability in the long run.

### **CORPORATE GOVERNANCE**

A report on Corporate Governance along with a certificate regarding the compliances with conditions of Corporate Governance in terms of Clause 52 of the Listing Agreement is annexed to this report.

### **INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls related to financial statement. During the year, such controls were tested and no reportable material weaknesses were observed for inefficiency or inadequacy of such controls. Some of the controls are outlined below:

- The Company has adopted accounting policies, which are in line with the Accounting
- Standards and other applicable provisions of the Companies Act, 2013; Changes in polices, if any, are approved by the Audit Committee in consultation with The Auditors;
- In preparing the financial statement, judgment and estimates have been made based on sound policies. The basis of such judgments and estimates are approved by the Auditors and the Audit Committee;

### **DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. they have prepared the annual accounts on a going concern basis;
- v. they have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **ENERGY CONSERVATION MEASURES, TECHNOLOGY ABSORPTION AND R & D EFFORTS AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

In view of the nature of activities carried on by the Company, the requirements for disclosure in respect of Conservation of Energy, Technology Absorption, in terms of the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are not applicable to the Company. However the Company takes all possible efforts towards energy conservation. The requirement for disclosure with regard to technology absorption does

not apply to the Company as the activities in which the Company operates does not require any technology.

During the period under review the Company has earned Foreign Exchange of 'NIL' and incurred the Foreign Exchange outgo of 'NIL'.

### **BOARD EVALUATION**

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual Directors pursuant to the provisions of the Act. The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of the criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc. The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition committees, effectiveness of committee meetings etc. The board and the Nomination and Remuneration Committee reviewed the performance of the individual Directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In a separate meeting of independent Directors, performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the Board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

### **ACKNOWLEDGEMENT**

The board wishes to express and place on records its gratitude for the faith reposed in and cooperation extended to the company by the shareholders of the company. Your directors wish to place on record their deep sense of appreciation for the devoted and sincere services of the executives, staff and workers of the company for its success.

**Date: 25.08.2015**

**Place: New Delhi**

**By Order of the Board  
For Edynamics Solutions Limited**

**Sd/-  
Vikas Saini  
DIN: 06503769  
Director**

**Sd/-  
Anita Gupta  
DIN: 06501012  
Director**

**ANNEXURE TO THE DIRECTOR'S REPORT**

**DISCLOSURE UNDER SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 ARE GIVEN BELOW:**

1.	The ratio of the remuneration of each Director to the median Remuneration of the employees of the company for the financial year;	Nil	Nil												
2.	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	The percentage Increase is NIL.													
3.	The percentage increase in the median remuneration of Employees in the financial; year	The Median remuneration paid to the Emplpyoees in the Financial Year has increase by 3.21%													
4.	The number of Permanent Employees on the rolls of the Company;	1													
5.	The explanation on the relationship between average increase in remuneration and Company performance;	The Increase in remuneration depends upon the profitability of the Company.													
6.	Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company.	Not Applicable The Company does not pay any remuneration to its Directors and Key Managerial Personnel.													
7.	Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company;	<table><tr><td>Name of the Person</td><td>Mr. Vikas Saini (Whole-Time Director)</td></tr><tr><td>Remuneration in FY 2014- 15 (Rs. In lakhs)</td><td>Nil</td></tr><tr><td>Revenue (Rs. in lakhs)</td><td>Nil</td></tr><tr><td>Remuneration as % of Revenue</td><td>Nil</td></tr><tr><td>Profit after Tax (Rs. In Lakhs)</td><td>Nil</td></tr><tr><td>Remuneration as % of PAT</td><td>Nil</td></tr></table>		Name of the Person	Mr. Vikas Saini (Whole-Time Director)	Remuneration in FY 2014- 15 (Rs. In lakhs)	Nil	Revenue (Rs. in lakhs)	Nil	Remuneration as % of Revenue	Nil	Profit after Tax (Rs. In Lakhs)	Nil	Remuneration as % of PAT	Nil
Name of the Person	Mr. Vikas Saini (Whole-Time Director)														
Remuneration in FY 2014- 15 (Rs. In lakhs)	Nil														
Revenue (Rs. in lakhs)	Nil														
Remuneration as % of Revenue	Nil														
Profit after Tax (Rs. In Lakhs)	Nil														
Remuneration as % of PAT	Nil														

8.	The key parameters for any variable component of remuneration availed by the Directors;	The employees are paid variable components only after ascertaining their individual performance rating for the year in addition to their jobs fundamentals. It is hereby affirmed that the remuneration paid during the year is as per remuneration policy of the Company.																			
9.	The ratio of the remuneration of the highest paid Directors to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year; and	<table><tr><td>Name of the Highest Paid Director</td><td>Remuneration of the Highest Paid Directors</td><td>Name of employees who are not directors but receive remuneration in excess of the highest paid director</td><td>Remuneration of employees who are not directors but receive remuneration in excess of the highest paid director</td><td>Ratio</td></tr><tr><td>Nil</td><td>Nil</td><td>---</td><td>----</td><td>N.A.</td></tr><tr><td>Nil</td><td>Nil</td><td>-----</td><td>-----</td><td>N.A.</td></tr></table>					Name of the Highest Paid Director	Remuneration of the Highest Paid Directors	Name of employees who are not directors but receive remuneration in excess of the highest paid director	Remuneration of employees who are not directors but receive remuneration in excess of the highest paid director	Ratio	Nil	Nil	---	----	N.A.	Nil	Nil	-----	-----	N.A.
Name of the Highest Paid Director	Remuneration of the Highest Paid Directors	Name of employees who are not directors but receive remuneration in excess of the highest paid director	Remuneration of employees who are not directors but receive remuneration in excess of the highest paid director	Ratio																	
Nil	Nil	---	----	N.A.																	
Nil	Nil	-----	-----	N.A.																	
10.	Affirmation that the remuneration is as per the remuneration policy of the Company.	The Company affirms remuneration is as per the remuneration policy of the Company.																			

**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2015

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	L74900DL2000PLC106755
2.	Registration Date	12/07/2000
3.	Name of the Company	EDYNAMICS SOLUTIONS LIMITED
4.	Category/Sub-category of the Company	Company limited by shares/ Indian Non-Government Company.
5.	Address of the Registered office & contact details	A-406, Street No.8, Road No. 4, Mahipalpur, New Delhi- 110075
6.	Whether listed company	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	MAS Services Limited T-34, 2nd Floor, Okhla Industrial Area Phase - II, New Delhi - 110020 Tel No.: +91-11-26387281/82/83 Fax No.: +91-11-26387384 Website: <a href="http://www.masserv.com">www.masserv.com</a> E-mail ID: <a href="mailto:info@masserv.com">info@masserv.com</a> Contact Person: Mr. Sharwan Mangla SEBI Registration No: INR000000049

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Business of import, export, buy and sell or otherwise deal in manufacture, buy , sell, exchange , market, distribute and all kind including Automobile parts, Ball and Roller Bearings, beverages, chemicals, Glass materials, Textile, Readymade Garments, Timber products and any other materials and substances. The Company also carry a business as	5231	100.00

general merchants and traders in goods and commodities, commission agents, buying selling agents, and importer exporters of retails products.		
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### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING / SUBSIDIARY / ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	N.A	N.A.	N.A.	N.A.	Section 2(46) and Section 2(87)(ii)
2	N.A.	N.A.	N.A.	N.A.	Section 2(87)(ii)
3	N.A.	N.A.	N.A.	N.A.	Section 2(6)

### VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2014]				No. of Shares held at the end of the year[As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	4500000	-	4500000	20.75	4500000	-	4500000	20.75	Nil
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	Nil
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(1)</b>	<b>4500000</b>	<b>-</b>	<b>4500000</b>	<b>20.75</b>	<b>4500000</b>	<b>-</b>	<b>4500000</b>	<b>20.75</b>	<b>Nil</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals		-	-	-	-	-	-	-	-





i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	5351437	1064000	6415437	29.58	5179253	335600	5514853	25.42	-4.16
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1284700	9162000	10446700	48.16	6948000	503700	7451700	34.35	-13.81
c) Others (specify)					-	-	-	-	-
Clearing Members	-	-	-	-	97347	-	97347	0.45	0.45
Hindu Undivided Family	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	33000	-	33000	0.15	0.15
Sub-total (B)(2):-	6964700	10226300	17191000	79.25	16351400	839600	17191000	79.25	Nil
Total Public Shareholding (B)=(B)(1)+ (B)(2)	6964700	10226300	17191000	79.25	16351400	839600	17191000	79.25	Nil
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	
Grand Total (A+B+C)	11464700	10226300	21691000	100	20851400	839600	21691000	100	Nil

ii) Shareholding of Promoters-

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Anita Gupta	4340000	20.01	-	4340000	20.01	-	NIL
2	Vikas Saini	3,15,700	0.74	-	3,15,700	0.74	-	NIL

iii) Change in Promoters' Shareholding (please specify, if there is no change)

SN		Shareholding at the	Cumulative
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		beginning of the year		Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>At the beginning of the year</b>				
1	Anita Gupta	4340000	20.01	4340000	20.01
2	Vikas Saini	1,60,000	0.74	1,60,000	0.74
	<b>At the end of the year</b>				
1	Anita Gupta	4340000	20.01	4340000	20.01
2	Vikas Saini	1,60,000	0.74	1,60,000	0.74
	<b>TOTAL</b>	<b>4500000</b>	<b>20.75</b>	<b>4500000</b>	<b>20.75</b>

\*There is no Change in Promoter's Shareholding during the Financial Year.

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>SHREE AERAN MARKETING PVT LTD</b>				
	At the beginning of the year	NIL	NIL	NA	NA
	At the end of the year	1208800	5.57	1208800	5.57
2.	<b>DREAMWAY SHARE &amp; STOCKS INDIA LIMITED</b>				
	At the beginning of the year	NIL	NIL	NA	NA
	At the end of the year	591000	2.72	591000	2.72
3.	<b>SANJEEV KALRA</b>				
	At the beginning of the year	300000	1.38	NA	NA
	At the end of the year	284000	1.31	284000	1.31

4.	<b>MURLIDHARGIRIDHAR TRADING PRIVATE LIMITED</b>				
	At the beginning of the year	NIL	NIL	NA	NA
	At the end of the year	269000	1.24	269000	1.24
5.	<b>SANJAY KUMAR BANSAL</b>				
	At the beginning of the year	250000	1.15	250000	1.15
	At the end of the year	250000	1.15	250000	1.15
6.	<b>SANGEETA SHARMA</b>				
	At the beginning of the year	150000	0.69	150000	0.69
	At the end of the year	150000	0.69	150000	0.69
7.	<b>MOHIT KALRA</b>				
	At the beginning of the year	150000	0.69	150000	0.69
	At the end of the year	150000	0.69	150000	0.69
8.	<b>R.K.SHARMA</b>				
	At the beginning of the year	150000	0.69	150000	0.69
	At the end of the year	150000	0.69	150000	0.69
9.	<b>DHRUV SHARMA</b>				
	At the beginning of the year	150000	0.69	150000	0.69
	At the end of the year	150000	0.69	150000	0.69
10.	<b>RAVI PAHWA</b>				
	At the beginning of the year	NIL	NIL	NA	NA
	At the end of the year	125000	0.58	125000	0.58

**Note:** The change in the shareholding in the above shareholders was due to buying/selling of shares by the shareholders on various dates. The Company has not allotted any shares, issued bonus/sweat equity during the year.

**v) Shareholding of Directors and Key Managerial Personnel:**

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year	Cumulative Shareholding during the year
----	--	---	---

		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Vikas Saini (Whole Time Director)				
	At the beginning of the year	1,60,000	0.74	1,60,000	0.74
	At the end of the year	1,60,000	0.74	1,60,000	0.74

## V) INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment: N.A.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-
<b>Change in Indebtedness during the financial year</b>	-	-	-	-
* Addition	-	-	-	-
* Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL- N.A.

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

SN.	Particulars of Remuneration	Name of MD/WT/ Manager			Total Amount
		<i>Managing Director</i>	Mr. Vikas Saini, <i>Whole-time Director</i>	Manager	NIL
1	Gross salary	NA	NIL	NA	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NA	NIL	NA	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NA	NIL	NA	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NA	NIL	NA	NIL
2	Stock Option	NA	Nil	NA	NIL
3	Sweat Equity	NA	Nil	NA	NIL
4	Commission - as % of profit - others, specify...	NA	Nil	NA	NIL
5	Others, please specify	NA	Nil	NA	NIL
	Total (A)	NA	Nil	NA	NIL
	Ceiling as per the Act	NA	Nil	NA	NIL

**B. Remuneration to other directors**

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	-	-	-	-
	Fee for attending board committee meetings	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil
2	Other Non-Executive Directors				
	Fee for attending board committee meetings	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil

	Others, please specify	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act	Nil	Nil	Nil	Nil

### C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	NA	Nil	NA	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NA	Nil	NA	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NA	Nil	NA	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NA	Nil	NA	Nil
2	Stock Option	NA	Nil	NA	Nil
3	Sweat Equity	NA	Nil	NA	Nil
4	Commission				
	- as % of profit	NA	Nil	NA	Nil
	others, specify...	NA	Nil	NA	Nil
5	Others, please specify	NA	Nil	NA	Nil
	Total	NA	Nil	NA	Nil

### VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	NIL	NIL	NIL	NIL	NIL

Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>B. DIRECTORS</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

**Form No. MR-3****SECRETARIAL AUDIT REPORT**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2015

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,  
The Members,  
**Edynamics Solutions Limited**  
A-406, Street No.8,  
Road No. 4, Mahipalpur,  
New Delhi-110075.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by M/s **Edynamics Solutions Limited** (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on my verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the financial year ended 31<sup>st</sup> March, 2015, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s **Edynamics Solutions Limited**, for the financial year ended on 31<sup>st</sup> March, 2015, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the Rules made there under for specified Sections notified and came into effect from 12<sup>th</sup> September, 2013 and Sections and Rules notified and came into effect from 1<sup>st</sup> April, 2014;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- iii. The Depositories Act, 1996 and Regulations and the Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB) **(Not applicable to the Company during Audit period as the Company has not received any FDI, ECB and made any ODI.)**
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;



- (c) The Securities and Exchange Board of India (Registrars to a Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
  - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999(**Not applicable to the Company during Audit period as the Company has not introduced any such Scheme**);
  - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008(**Not applicable to the Company during Audit period as the Company has not issued any Debt Securities**);
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009(**Not applicable to the Company during Audit period as the Company has not delisted /proposes to de-list any equity shares from any stock Exchange**);
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998(**Not applicable to the Company during Audit period as the Company has not brought back / proposed to Buy back any Securities**);
- vi. As informed and certified by the Management of the Company, There are no other laws which are specifically applicable to the Company based on their sector/Industry.
- vii. I have relied on the Representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibly of the management. My examination was limited to the verification of procedure on test basis.
- viii. In case of Direct and Indirect Tax Laws like Income Tax Act, Service Tax Act, Excise & Custom Acts we have relied on the Reports given by the Statutory Auditors of the company.

**I have also examined compliance with the applicable clauses of the following:**

(i) Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of Companies Act, 1956; (**Not notified and hence not applicable to the Company during Audit period**) and

(ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange (SME- Platform);

During the period under report, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- i. *The Company has not appointed Company Secretary and Chief Financial Officer under Section 203 of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment of and Remuneration of Managerial Personnel) Rules, 2014.*
- ii. *The Company has not appointed an Internal Auditor under Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014.*

- iii. *There were few instances where Company has given late intimation(s) to the Stock Exchange and Compliances in respect of declaration of quarterly, half yearly and yearly financial results, Reconciliation of Share Capital Audit Reports pursuant to Regulation 55A of the SEBI (Depositories and Participants) Regulation, 1996, Annual Report pursuant to the provision of Clause 30 of the Equity Listing Agreement, Shareholding Pattern pursuant to the provision of Clause 37 of the Equity Listing Agreement and Compliance Certificates under Clause 50(C) of the Equity Listing Agreement of Stock Exchange;*
- iv. *The management of the Company has reported and certified that the Company has obtained requisite approvals for grant of loans and advances to any party and complied with the provisions of Section 186 of the Companies Act, 2013 and any other applicable laws. However Company could not produce necessary records/supporting documents during the audit process.*
- v. *The Company has not filed e form MGT 10 with Registrar of Companies, NCT of Delhi & Haryana in respect of change of Shareholding of top ten shareholders during the period under audit.*
- vi. *The Company has filed/submitted various e-forms with late fees during the period under review.*
  - (a) *Form DIR-12- For Appointment of Mr. Shyam Saini as Additional Director of the Company.*
  - (b) *Form MGT-14- For adoption of Board Report under section 179(3) of the Companies Act, 2013.*
  - (c) *Form ADT-1- For Appointment of Auditor (M/s Nitesh Pratap Singh And Associates) for the financial 2014-2015*
  - (d) *Form MGT-15- For filing Report on Annual General Meeting under section 121(1) of the Companies Act, 2013 and Rule 31(2) of Companies (Management and Administration) Rules, 2014.*
  - (e) *Form 23AC(XBRL), 23ACA(XBRL) and Form 20B- For Annual Filing for the Financial Year 2013-14*

**I further report that** the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

**I further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For Neelam Bansal & Associates  
Company Secretaries**

**Neelam Bansal  
Prop.  
ACS: 30913  
COP: 13239**

**Place:** Delhi

**Date:** 25<sup>th</sup> August, 2015

*Note: this report is to read with our letter of even date which is annexed as **Annexure A**, which forms an integral part of this report.*

**Annexure -A**

To,  
**Edynamics Solutions Limited**  
A-406, Street No.8,  
Road No. 4, Mahipalpur,  
New Delhi-110075

My report of even date is to be read along with this letter:

- 1) Maintenance of Secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these Secretarial Records based on my audit.
- 2) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
- 3) I have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.
- 4) Wherever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
- 5) The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.
- 6) The Secretarial Audit report 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 **Neelam Bansal & Associates**  
**Company Secretaries**

**Neelam Bansal**  
**Prop.**  
**ACS: 30913**  
**COP: 13239**

**Place:** Delhi  
**Date:** 25<sup>th</sup> August, 2015

## **CORPORATE GOVERNANCE REPORT**

### **COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE**

The Company's philosophy on Corporate Governance is to achieve business excellence, Enhance long term values for its stakeholders, maintaining excellent relations across all levels and proper Compliance with all applicable legal and regulatory requirements.

### **BOARD OF DIRECTORS**

The Board of Directors of the Company (Board) has optimum combination of Non-Executive and Independent Directors.

Mr. Vikas Saini acts as the Executive Director and Ms. Anita Gupta is the Non-Executive Director and Mr. Bharat Gupta and Mr. Shyam Saini are Non-Executive Independent Directors on the Board of the Company.

### **BOARD MEETING:**

As of March 31, 2015, the Board consisted of four Members. The Composition and the category of Directors on the Board of the Company were as under:

<b>Category</b>	<b>Name of Director</b>
<b>Executive Director</b>	Mr. Vikas Saini
<b>Non-Executive Director and Non Independent Director</b>	Ms. Anita Gupta
<b>Non-Executive and Independent Director</b>	Mr. Bharat Gupta
<b>Non-Executive and Independent Director</b>	Mr. Shyam Saini

During the financial year 2014-15, Six Meetings (06) of the Board of Directors were held on the following dates:

03.05.2014, 29.05.2014, 22.08.2014, 13.11.2014, 05.02.2015 and 30.03.2015.

The details of directors and their attendance record at the Board Meeting held during the year under review are as follows:

<b>Name</b>	<b>Category</b>	<b>No of Meeting attended</b>	<b>At last AGM</b>	<b>Directorship in other Companies (Excluding Private Company)</b>
<b>Mr. Vikas Saini</b>	Whole time Director	6	Yes	ANGELS ENTERPRISES LIMITED
<b>Ms. Anita Gupta</b>	Non-Executive Director& Non Independent Director	6	Yes	NIL
<b>Mr. Bharat Gupta</b>	Non Executive &Independent Director	6	No	NIL
<b>Mr. Shyam Saini</b>	Non Executive& Independent Director	6	Yes	KANAK KRISHI IMPLEMENTS LIMITED

It has always been the Company's policy and practice that apart from matters requiring Board's approval by statute, all major decisions including quarterly results of the Company, financial restructuring, capital expenditure proposals, collaborations, material investment proposals in joint venture/promoted companies, sale and acquisition of material nature of assets, mortgages, guarantees, donations, etc. are regularly placed before the Board. This is in addition to information with regard to actual operations; major litigation feedback reports, information on senior level appointments just below the Board level and minutes of all Committee Meetings.

### **AUDIT COMMITTEE**

The Audit Committee of the Company consists three Directors all of them are Non-Executive Director of the Company. All the Directors have good knowledge of Finance, Accounts and Company Law..

The Board vide resolution constituted the Audit Committee in term of the Provisions of Clause 52 of the Listing Agreement. The Committee held 5 meeting during the year.

The Audit Committee also advises the Management on the areas where internal control system can be improved. The Terms of reference of the Audit Committee are in accordance with all the items listed in Clause 52 (II)(D) and (E) of the Listing Agreement and the Companies Act, 2013 as follows:

- Oversight of the Issuer's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommending to the Board, the appointment, re-appointment and, if required, there placement or removal of the statutory auditor and the fixation of audit fees.
- Approval of payment to Statutory Auditors for any other services rendered by the statutory auditors.
- Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
  - (i) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of Section 134 of the Companies Act, 2013;
  - (ii) Any changes in accounting policies and practices and reasons for the same;
  - (iii) Major accounting entries involving estimates based on exercise of judgment by management;
  - (iv) Significant adjustments made in the financial statements arising out of audit findings;
  - (v) Compliance with listing and other legal requirements relating to financial statements;
  - (vi) Disclosure to any related party transactions;
  - (vii) Qualifications in the draft audit report.
- Reviewing with the management the half yearly financial statements before submission to the Board for approval.
- Reviewing with the management, performance of statutory and internal auditors, adequacy of internal control systems;
- Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with internal auditors any significant findings and follow up thereon;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matters to the Board;
- Discussion with Statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

### **COMPOSITION AND ATTENDANCE AT MEETINGS:**

As on March 31, 2015, the composition of Audit Committee has been as under:

- a) Mr. Shyam Saini (Chairman) - attended 5 Committee Meeting
- b) Mr. Bharat Gupta (Member) - attended 5 committee meeting

c) Mr. Anita Gupta (Member) - attended 5 committee meeting

During the financial year 2014-15, four (5) meeting of Audit Committee was held.

### **STAKEHOLDER RELATIONSHIP COMMITTEE**

Our Company has constituted a Stakeholder Relationship committee (formerly known as "Shareholders /Investors Grievance Committee" and reconstituted as per the Companies Act, 2013) to redress the complaints of the shareholders. The committee currently comprises of three Directors. Mr. Shyam Saini is the Chairman of the Stakeholder Relationship committee:

### **ROLE OF STAKEHOLDER RELATIONSHIP COMMITTEE**

The Stakeholder Relationship committee of our Board look into:

- The redressal of investors complaints viz. non-receipt of annual report, dividend payments etc.
- Matters related to share transfer, issue of duplicate share certificate, dematerializations.
- Also delegates powers to the executives of our Company to process transfers etc.

The status on various complaints received / replied is reported to the Board of Directors as an Agenda item.

During the year under review, the Composition of the Stakeholder Relationship committee has been as under:

Name of Directors	Category
Mr. Shyam Saini	Chairman
Mr. Bharat Gupta	Member
Mr. Vikas Saini	Member

### **STATUS OF COMPLAINTS RECEIVED, RESOLVED AND PENDING AS ON 31ST MARCH, 2015**

Number of Shareholders' Complaints received during the year	Nil
Number of Shareholders' Complaints resolved during the year	Nil
Number of Shareholders' Complaints Pending at the end of the year	Nil

### **NOMINATION AND REMUNERATION COMMITTEE**

Section 178(1) of the Companies Act, 2013 requires every listed company to constitute a Nomination and Remuneration Committee". Accordingly, during the year under review, Our Company has constituted a Nomination and Remuneration committee.

During the year under review, the Composition of the Nomination and Remuneration Committee has been as under:

Name of Directors	Category
Mr. Shyam Saini	Chairman
Mr. Bharat Gupta	Member
Ms. Anita Gupta	Member

### **GENERAL BODY MEETINGS**

Details about Last 3 years Annual General Meetings are as under:

Year	Day, Date & Time	Place
2013-2014	Thursday	H.No. 3 & 4, Second Floor, Plot No. S-1, GaliNo.

	18th September, 2014 At 09:30 A.M.	3, East Guru Angad Nagar, Near SaiMandir, New Delhi - 110 092
2012-2013	Wednesday 25th September, 2013 At 11:00 A.M.	H.No. 3 & 4, Second Floor, Plot No. S-1, GaliNo. 3, East Guru Angad Nagar, Near SaiMandir, New Delhi - 110 092
2011-2012	Saturday 29th September, 2012 At 11:30 A.M.	5/301, Sikka Complex, PreetVihar, Delhi-110092.

### **EXTRAORDINARY GENERAL MEETING**

During the year under review, no Extra ordinary General Meeting was held in the Company.

None of the business proposed to be transacted at the forthcoming Annual General Meeting is required to be approved by Postal Ballot.

### **DISCLOSURES**

**1. Related Party Transaction:**

There are no materially significant related party transactions i.e. transactions material in nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. having potential conflict with the interest of the company at large.

**2. Statutory Compliance, Penalties and Strictures:**

The Company has complied with the requirements of the Stock Exchanges / SEBI / and Statutory Authorities to the extent applicable, and accordingly no penalties have been levied or strictures have been imposed on the Company on any matter related to capital markets during the last three years.

**3. Reconciliation of Share Capital Audit:**

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is proposed to be carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

**4. Non-Mandatory Requirements**

The Company does not comply with the non-mandatory requirements.

### **FINANCIAL CALENDAR**

Tentative calendar of events for the financial year 2015-16 (April to March) is as under: Adoption of half yearly Financial Results for:

<b>Results for the half year ending September 30, 2015</b>	By 14th of November, 2015.
<b>Results for the half year ending March 31, 2016</b>	By 30th of May, 2016.

### **MEANS OF COMMUNICATION**

The half yearly financial results are regularly submitted to the Stock Exchange in accordance with provisions of the Listing Agreement and also uploaded on the Company's website -[www.edynamicssolutions.com](http://www.edynamicssolutions.com)

### **GENERAL SHAREHOLDER INFORMATION**

**Annual General Meeting**

<b>Date, time and Venue</b>	September 23, 2015, 9:30 A.M, Navkar Tirth Atisey Ksetra, village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi
<b>Financial year</b>	1st April, 2014 to 31st March, 2015
<b>Date of Book Closure</b>	September 18, 2015 to September 22, 2015
<b>Stock Exchange</b>	SME Platform of BSE Limited
<b>Stock Code/Symbol</b>	535694/EDSL

**LISTING FEE-** The Company has paid the Annual Listing fee and Custodial Fees.

### **LISTING AT STOCK EXCHANGE**

BSE LIMITED (SME Platform)  
27th Floor, P.J. Towers, Dalal Street, Fort, Mumbai-400 001

### **MARKET PRICE DATA**

Table below gives the monthly high and low prices and volumes of the Company's' equity shares at SME Platform of BSE Limited for the year 2014-2015:

Month	Open Price	High Price	Low Price	Close Price	No. of Shares	No. of Trades	Total Turnover (Rs.)	Deliverable Quantity	% Deli. Qty to Traded Qty	Spread High-Low	Spread Close-Open
Apr 14	171.90	213.00	168.50	213.00	93,000	54	1,75,72,350	90,000	96.77	44.50	41.10
May 14	217.25	221.55	194.95	194.95	41,000	52	88,86,150	36,000	87.80	26.60	-22.30
Jun 14	191.10	191.10	156.40	156.40	27,000	50	47,48,900	27,000	100.00	34.70	-34.70
Jul 14	153.30	153.30	83.75	83.75	1,25,000	161	1,26,99,800	1,25,000	100.00	69.55	-69.55
Aug 14	79.60	79.60	47.65	47.65	1,13,000	128	67,42,350	1,13,000	100.00	31.95	-31.95
Sep 14	46.70	46.70	32.25	32.25	2,23,000	178	78,30,550	2,23,000	100.00	14.45	-14.45
Oct 14	31.65	31.65	24.60	24.60	34,000	56	9,68,100	34,000	100.00	7.05	-7.05
Nov 14	24.15	24.15	18.90	20.20	3,50,000	340	70,67,200	3,34,000	95.43	5.25	-3.95
Dec 14	19.80	19.80	15.15	16.90	6,37,000	446	1,13,39,450	6,11,000	95.92	4.65	-2.90
Jan 15	17.20	17.90	10.39	10.39	3,19,000	206	49,44,580	3,14,000	98.43	7.51	-6.81
Feb 15	10.75	11.00	9.39	11.00	14,95,000	330	1,51,79,810	14,65,000	97.99	1.61	0.25
Mar 15	10.76	11.50	6.60	6.93	5,76,000	305	51,91,710	5,50,000	95.49	4.90	-3.83

### **CATEGORIES OF SHAREHOLDING AS AT 31.03.2015**

Category	No of Shares	Percentage of (%)
Indian Promoters	4500000	20.75
Mutual Fund	0.00	0.00
Body Corporate	4127100	19.03



Individual	12966553	59.77
Others	97347	0.45
<b>Total</b>	<b>21691000</b>	<b>100</b>

#### DISTRIBUTION OF HOLDINGS

SHARE OR DEBENTURE HOLDING OF NOMINAL VALUE OF			SHARE/DEBENTURE HOLDERS		SHARE/DEBENTURE AMOUNT	
Rs.	Rs.		Number	% to Total	In Rs.	% to Total
(1)			(2)	(3)	(4)	(5)
Upto	-	5,000	18	1.38	70970	0.033
5,001	-	10,000	95	7.30	940500	0.434
10,001	-	20,000	37	2.84	733530	0.338
20,001	-	30,000	65	4.99	1920000	0.885
30,001	-	40,000	46	3.54	1829000	0.843
40,001	-	50,000	68	5.23	3400000	1.567
50,001	-	1,00,000	677	52.04	47951000	22.106
1,00,001 and above			295	22.68	160065000	73.793
<b>TOTAL</b>			<b>1301</b>	<b>100.00</b>	<b>216910000</b>	<b>100.00</b>

**DEMATERISATION :** As on 31<sup>st</sup> March, 2015, 20851400 equity shares of Rs. 10/- is in demat form representing 96.12% of the Total paid up share capital of the Company.

#### REGISTRAR & TRANSFER AGENT/INVESTOR CORRESPONDENCE

##### **MAS SERVICES LIMITED**

T-34, 2nd Floor, Okhla Industrial Area

Phase-II, New Delhi - 110020

Tel: 011-26387281-83,

Fax no.: 011-26387384

E-mail id: [info@massserv.com](mailto:info@massserv.com)

#### DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING (Pursuant to Clause 52 of the Listing Agreement)

Mrs. Anita Gupta, aged 34 years, is the Promoter and Non-Executive Director of our Company. She is a science graduate and also possesses graduate degree in law. She has experience in various fields of information technology and E commerce. She is responsible for overall planning and management of our Company. She has been on the Board of our Company since 5<sup>th</sup> November, 2011.

#### COMPLIANCE OFFICER:

MOR GUNJAN SURESH

A-406, Street No.8, Road No.4,

Mahipalpur, New Delhi - 110075

Tel: 91-11-32971712; Fax: 91-11-32971712  
 Email: [edynamicssolutions@yahoo.com](mailto:edynamicssolutions@yahoo.com);  
 Website: [www.edynamicssolutions.com](http://www.edynamicssolutions.com)

Date: 25.08.2015

Place: New Delhi

By Order of the Board  
 For Edynamics Solutions Limited  
 Sd/- Sd/-  
 VikasSaini Anita Gupta  
 DIN: 06503769 DIN: 06501012  
 Director Director

### DECLARATION

This is to certify that the Company has laid down Code of Conduct for all Board Members and Senior Management of the Company and the copies of the same are uploaded on the website of the Company – [www.edynamicssolutions.com](http://www.edynamicssolutions.com)

Further certified that the Members of the Board of Directors and Senior Management personnel have affirmed having complied with the Code applicable to them during the year ended March 31, 2015.

Date: 25.08.2015

Place: New Delhi

By Order of the Board  
 For Edynamics Solutions Limited  
 Sd/-  
 VikasSaini  
 DIN: 06503769  
 Director

**CEO / CFO CERTIFICATE**

I, Vikas Saini, Whole time Director, certify to the Board that:

(a) I have reviewed financial statements and the cash flow statement for the year ended 31<sup>st</sup> March, 2015 and that to the best of my knowledge and belief:

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.

(b) There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or volatile of the Company's Code of Conduct.

(c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

(d) I have indicated to the Auditors and the Audit Committee:

(i) Significant changes in internal control over financial reporting during the year;

(ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(iii) There are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Date: 25.08.2015**

**Place: New Delhi**

**By Order of the Board  
For Edynamics Solutions Limited  
Sd/-**

**VikasSaini  
DIN: 06503769  
Director**

### **CERTIFICATE ON CORPORATE GOVERNANCE**

We have reviewed the compliance of the conditions of Corporate Governance by M/s. Edynamics Solutions Limited for the year ended 31st March, 2015, as stipulated in Clause 52 of the Listing Agreement of the said Company with the Stock Exchange in India.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our review was limited to the 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 explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in above mentioned Listing Agreement.

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 Nitesh Pratap Singh and Associates**

**Chartered Accountants**

**Sd/-**

**CA Nitesh Pratap Singh**

**(PARTNER)**

**FRN: 026796N**

**M. No. 528602**

Date: 25<sup>nd</sup> August, 2015

Place: New Delhi

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **❖ INDUSTRY STRUCTURE AND DEVELOPMENT:**

Changing economic and business conditions and rapid technological innovation are creating an increasingly competitive market environment that is driving corporations to transform their operations. Consumers of products and services are increasingly demanding accelerated delivery times and lower prices. Companies are focusing on their core competencies. The role of technology has evolved from supporting corporations to transforming their business.

The Company continued to make progress in the high growth pick up market. New product offerings addressing gaps in the portfolio combined with finance schemes, facilitated increased penetration in the pickup segment.

### **❖ BUSINESS OVERVIEW**

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI). Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for the various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present our state of affairs, profits and cash flows for the year.

### **❖ INTERNAL CONTROL**

The Company has adequate internal control system, commensurate with the size of its operations. Adequate records and documents are maintained as required by laws. The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal control systems more effective.

### **❖ STRENGTHS**

The Company is work out its future working strategy. The management will strengthen its working force to keep pace with the market condition as and when it plans to start activities at certain level.

### **❖ THREATS**

The Company is mainly exposed to market risk (including liquidity risk), interest risk and credit risk.

### **❖ DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE.**

The financials of the Company has prepared by ensuring the objectivity, credibility, and correctness through proper financial reporting and disclosure processes, internal control, risk management policies and processes, tax policies, compliance and legal requirements and associated matters.

### **❖ RISKS AND CONCERNS**

In any business, risks and prospects are inseparable. As a responsible management, the Company's principal endeavour is to maximize returns. The Company continues to take all steps necessary to minimise its expenses through detailed studies and interaction with experts.

### **❖ HUMAN RESOURCES POLICIES**

Management relations with the employees remain cordial. The company human resources philosophy is to establish and build a strong performance and competency drive with greater sense of accountability and responsibility.

**❖ CAUTIONARY STATEMENT**

Statement in this Management's Discussion and Analysis detailing the Company's objectives, projections, estimates, estimates, expectations or predictions are "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, finished goods prices, feedstock availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which the Company conducts business and other factors such as litigation and labour negotiations.



M/s. Nitesh Pratap Singh and Associates  
Chartered Accountants

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### **INDEPENDENT AUDITOR'S REPORT**

To,  
THE MEMBERS  
EDYNAMICS SOLUTIONS LIMITED

#### **REPORT ON THE FINANCIAL STATEMENTS**

We have audited the accompanying financial statements of EDYNAMICS SOLUTIONS LIMITED (CIN : L74900DL2000PLC106755) ("the Company"), which comprise the balance sheet as at 31st March 2015, the statement of profit and loss and the 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**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation 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 the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and 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 financial control relevant to the Company's preparation of the financial statements that give true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31<sup>st</sup> March 2015, its profit/loss and its 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, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters Specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of written representations received from the directors as on 31<sup>st</sup> March, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2015, from being appointed as a director in terms of Section 164(2) of the Act.
  - f) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
    - i. Company does not have any pending litigations which would impact its financial position.
    - ii. Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
    - iii. There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.



**For Nitesh Pratp Singh and Associates.**

**Chartered Accountants**

**Sd/-**

**CA Nitesh Pratap Singh**

**(PARTNER)**

**FRN: 026796N**

**M. No. 528602**

**Date:25.05.2015**

**Place: New Delhi**

**EDYNAMICS SOLUTIONS LIMITED****Annexure to the Auditors' Report****Companies (Auditor's Report) Order, 2015 ("the Order")**

The Annexure referred to in our report to the members of **EDYNAMICS SOLUTIONS LIMITED** for the year ended on 31<sup>st</sup> March 2015. We report that:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.  
  
 (b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.  
  
 (c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.
2. (a) Company does not have any inventory at the end of the year.  
  
 (b) In view of our comment in paragraph (a) above, clause (ii) (a) (b) and of paragraph 2 of the aforesaid order are not applicable to the company.
3. (a) Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act.  
  
 (b) in view of our comment in paragraph (a) above, clause (iii) (a) and (b) of paragraph 3 of the aforesaid order are not applicable to the company.
4. In our opinion and according to the information and explanation given to us, there are adequate internal control systems commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system.
5. Company has not accepted deposits from public. Hence provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, do not apply to this company.
6. The Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Companies Act for any of the products manufactured/services rendered by the Company.
7. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues have been regularly deposited during the year by the Company with the appropriate

authorities. As explained to us, the Company did not have any dues on account of Wealth tax, Sales tax, Excise Duty, Cess, Employees' State Insurance and Investor Education and Protection Fund.

- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of Income Tax and other material statutory dues were in arrears as at 31 March 2015 for a period of more than six months from the date they became payable.
- (c) According to the records of the Company, there were no amount which were required to be transferred to investor education and protection fund. Therefore, the provision of clause 3 (viii) (c) of the Companies (Auditor's Report) Order, 2015 are not applicable to the Company.
8. The company does not have accumulated losses at the end of the financial year. The company has not incurred cash losses in such financial year and in the immediately preceding financial year.
9. In our opinion and according to the information and explanation given to us, the company has not take any loan from financial institution and bank hence clause 9 of the CARO 2015 is not applicable.
10. The Company has not given any guarantee for the loans taken by others from bank & financial Institutions.
11. In Our Opinion and according to the information and explanations given to us, company does not have any term loans.
12. Based upon the audit procedures performed and according to the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year.

**For Nitesh Pratp Singh and Associates.**  
**Chartered Accountants**

Sd/-

**CA Nitesh Pratap Singh**  
**(PARTNER)**

**FRN: 026796N**  
**M. No. 528602**

**Date: 25.05.2015**

**Place: New Delhi**

## EDYNAMICS SOLUTIONS LIMITED

ADD:A-406, Street No.8, Road No. 4, Mahipalpur, New Delhi-110075

CIN : L74900DL2000PLC106755

Balance Sheet as at 31st March, 2015

Amount in Rs.

Particulars	Not e No	As at 31.03.2015	As at 31.03.2014
<b>I. EQUITY AND LIABILITIES</b>			
(a) Share Capital	1	216,910,000.00	216,910,000.00
(b) Reserves and Surplus	2	95,889,014.67	95,439,921.96
(c) Money received against share warrants		-	-
<b><u>(2) Share application money pending allotment</u></b>			
(a) Share Application Maoney		-	-
<b><u>(3) Non-Current Liabilities</u></b>			
(a) Long-term borrowings	3	-	2,461,122.00
(b) Deferred tax liabilities (Net)	4	-	-
(c) Other Long term liabilities	5	-	28,500,000.00
(d) Long term provisions	6	-	-
<b><u>(4) Current Liabilities</u></b>			
(a) Short-term borrowings	7	-	-
(b) Trade payables	8	11,276,287.00	7,820,988.00
(c) Other current liabilities	9	1,737,310.00	2,092,070.00
(d) Short-term provisions	10	278,988.00	479,203.00
<b>Total</b>		<b>326,091,599.67</b>	<b>353,703,304.96</b>
<b>II.Assets</b>			
<b><u>(1) Non-current assets</u></b>			
<b><u>(a) Fixed assets</u></b>	11		
(i) Tangible assets		1,229,911.40	1,861,901.48
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	12	51,811,000.00	55,011,000.00
(c) Deferred tax assets (net)	13	75,345.97	6,312.00
(d) Long term loans and advances	14	195,028,558.00	263,507,983.00
(e) Other non-current assets	15	4,127,489.00	4,525,400.00
<b><u>(2) Current assets</u></b>			
(a) Current investments	16	-	-
(b) Inventories	17	-	-
(c) Trade receivables	18	6,562,121.00	6,375,524.00

(d) Cash and cash equivalents	19	455,113.30	1,825,024.48
(e) Short-term loans and advances	20	66,750,000.00	20,171,750.00
(f) Other current assets	21	52,061.00	418,410.00
<b>Total</b>		<b>326,091,599.67</b>	<b>353,703,304.96</b>

## NOTES TO ACCOUNTS

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Notes referred to above and notes attached there to form an integral part of Balance Sheet

As per our Report of even date  
For Nitesh Pratap Singh and Associates  
(Chartered Accountants)

For and on behalf of the Board of Directors  
EDYNAMICS SOLUTIONS LIMITED

Sd/-  
(CA Nitesh Pratap Singh)  
Partner  
FRN: 026796N  
M.No.: 528602

Sd/-  
Anita Gupta  
(Director)  
DIN- 06501012

Sd/-  
Vikas Saini  
(Director)  
DIN- 06503769

Place:- New Delhi  
Date:- 25.05.2015

**EDYNAMICS SOLUTIONS LIMITED**  
**ADD:A-406, Street No.8, Road No. 4, Mahipalpur, New Delhi-110075**  
**CIN : L74900DL2000PLC106755**

**Profit and Loss statement for the year ended 31st March, 2015**

Amount in Rs.

Particulars	Note No	As at 31.03.2015	As at 31.03.2014
I. Revenue from operations	22	54,364,310.00	25,197,962.36
II. Other Income		660,850.00	389,775.00
<b>III. Total Revenue (I +II)</b>		<b>55,025,160.00</b>	<b>25,587,737.36</b>
<u>IV. Expenses:</u>			
Cost of materials consumed	23	-	-
Purchase of Stock-in-Trade		49,108,088.00	21,452,840.00
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	24	-	-
Employee benefit expense	25	1,182,000.00	736,463.00
Financial costs	26	56.18	6,631.60
Depreciation and amortization expense	27	631,990.08	534,970.87
Other expenses	28	3,453,108.00	2,392,514.00
<b>Total Expenses</b>		<b>54,375,242.26</b>	<b>25,123,419.47</b>
<b>V. Profit before exceptional and extraordinary items and tax.</b>	(III - IV)	649,917.74	464,317.89
VI. Exceptional Items			-
<b>VII. Profit before extraordinary items and tax (V - VI)</b>		649,917.74	464,317.89
VIII. Extraordinary Items		-	-
<b>IX. Profit before tax (VII - VIII)</b>		649,917.74	464,317.89
X. Tax expense:			

(1) Current tax		269,859.00	191,656.00
(2) Deferred tax		(69,033.97)	(41,020.00)
(3) Income tax Adjustment		-	-
(4) Deferred tax Adjustment		-	-
<b>XI. Profit(Loss) from the operations.</b>	<b>(IX-X)</b>	<b>449,092.71</b>	<b>313,681.89</b>
<b>DISCONTINUING OPERATION</b>			
XII. Profit/(Loss) from discontinuing operations (before tax)		-	-
XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) balance transferred to Balance Sheet. (XII - XIII)		-	-
<b>XV. Profit/(Loss) for the period (XI + XIV)</b>		<b>449,092.71</b>	<b>313,681.89</b>
XVI. Earning per equity share:			
(1) Basic		0.02	0.01
(2) Diluted		0.02	0.01

Notes referred to above and notes attached there to form an integral part of Profit & Loss Statement

As per our Report of even date

For Nitesh Pratap Singh and Associates

(Chartered Accountants)

Sd/-

(CA Nitesh Pratap Singh)

Partner

FRN: 026796N

M.No.: 528602

Place:- New Delhi

Date:- 25.05.2015

EDYNAMICS SOLUTIONS LIMITED

Sd/-

Anita Gupta

(Director)

DIN- 06501012

Sd/-

Vikas Saini

(Director)

DIN- 06503769

**EDYNAMICS SOLUTIONS LIMITED**  
**ADD:A-406, Street No.8, Road No. 4, Mahipalpur,**  
**New Delhi-110075**  
**CIN : L74900DL2000PLC106755**

**Notes Forming Part of the Balance Sheet**

**Note : 1 Share Capital**

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	<b><u>AUTHORIZED CAPITAL</u></b> 300,00,000 Equity Shares of Rs. 10/- each.	300,000,000.00	300,000,000.00
2	<b><u>ISSUED</u></b> 2,16,91,000 Equity Shares of Rs. 10/- each.	216,910,000.00	216,910,000.00
3	<b><u>SUBSCRIBED &amp; PAID UP CAPITAL</u></b> 2,16,91,000 Equity Shares of Rs. 10/- each.	216,910,000.00	216,910,000.00
	<b>Total</b>	<b>216,910,000.00</b>	<b>216,910,000.00</b>

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
(2)	(a) Share Application Maoney	-	-
-			
-	<b>Total</b>	<b>-</b>	<b>-</b>

**Reconciliation of Number of Shares:**

A)

Particulars	As at 31.03.2015		As at 31.03.2014	
	Number	Amounts	Number	Amounts
<i>Shares outstanding at the beginning of the year</i>	21,691,000.00	216,910,000.00	8,513,000.00	85,130,000.00
<i>Shares Issued during the year</i>	-	-	13,178,000.00	131,780,000.00
<i>Shares bought back during the year</i>	-	-	-	-
<i>Shares outstanding at the end of year</i>	-	-	-	-
<b>Total</b>	<b>21,691,000.00</b>	<b>216,910,000.00</b>	<b>21,691,000.00</b>	<b>216,910,000.00</b>

B) **Details of Shareholders holding more than 5%**



**Shares**

	Particulars	As at 31.03.2015		As at 31.03.2014	
	Name of Shareholders	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	Anita Gupta	4,340,000.00	20.01%	4,340,000.00	20.01%
	<b>Total</b>				

**C) Schedule of Bonus Shares**

Particulars	As at 31.03.2015		As at 31.03.2014	
	Number	Amounts	Number	Amounts
	-	-	-	-
<b>Total</b>				

**Note : 2 Reserve & Surplus**

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Capital Reserve	-	-
2	Capital Redemption Reserve	-	-
3	Securities Premium reserve	93,870,000.00	93,870,000.00
	<u>Less:-</u> Bonus Share	-	-
4	Surplus (Profit & Loss Account)	-	-
	Op. Balance of Profits & Loss A/C	1,569,921.96	1,256,240.07
	Current Year Profit & Loss A/C	449,092.71	313,681.89
	<b>Total</b>	<b>95,889,014.67</b>	<b>95,439,921.96</b>

**Note : 3 Long Term Borrowings**

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	<b>Secured</b>		
	Term Loan	-	-
2	<b>Unsecured</b>		
	Loans and advances from related parties	-	-
	From Others	-	2,461,122.00
	<b>Total</b>	<b>-</b>	<b>2,461,122.00</b>

### Note : 4 Deferred Tax Liabilities (Net)

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Deferred Tax Liability		-
	<b>Total</b>	-	-

### Note : 5 Other Long Term Liabilities

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Trade Creditors	-	-
2	Others	-	28,500,000.00
	<b>Total</b>	-	<b>28,500,000.00</b>

### Note : 6 Long Term Provisions

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Provision from Employment Benefit	-	-
2	Other	-	-
	<b>Total</b>	-	-

### Note : 7 Short Term Borrowings

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	<u>Loan Repayable on Demand</u>		
	- From Bank	-	-
	- From Other Parties	-	-
2	Loans & Advances From Related Parties	-	-
3	Deposits	-	-
4	Others	-	-
	<b>Total</b>	-	-

### Note : 8 Trades Payable

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Other Payables	11,276,287.00	7,820,988.00
	<b>Total</b>	<b>11,276,287.00</b>	<b>7,820,988.00</b>

### Note : 9 Other Current Liabilities

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Other Current Liabilities	1,070,000.00	1,521,313.00
2	Tds Payable	51,500.00	261,357.00
3	Expenses Payable	220,200.00	165,400.00
4	Audit Fees Payable	28,000.00	19,000.00
5	Salary Payable	132,496.00	125,000.00
6	Other Payable	235,114.00	-
	<b>Total</b>	<b>1,737,310.00</b>	<b>2,092,070.00</b>

### Note : 10 Short Term Provisions

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	<u>Provision From Employees</u>		
2	<u>Benefit</u>	-	-
	<u>Others</u>		
	Provision for Tax	278,988.00	479,203.00
	<b>Total</b>	<b>278,988.00</b>	<b>479,203.00</b>

**EDYNAMICS SOLUTIONS LIMITED**  
**ADD:A-406, Street No.8, Road No. 4, Mahipalpur, New Delhi-110075**  
**CIN : L74900DL2000PLC106755**  
**Notes Forming Part of the Balance Sheet**

**Note : 12 Non Current Investment**

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Investment in Property	-	-
2	Investment in Equity Instrument	-	-
3	Other Investment		
	Investments (Non-Current)	51,811,000.00	55,011,000.00
	<b>Total</b>	<b>51,811,000.00</b>	<b>55,011,000.00</b>

**Note : 13 Deferred Tax Assets (Net)**

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
	Deferred Tax	75,345.97	6,312.00
	<b>Total</b>	<b>75,345.97</b>	<b>6,312.00</b>

**Note : 14 Long Term Loans and Advances**

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
i)	<u><b>Capital Assets</b></u>		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-

II)	<b><u>Security Deposit</u></b>		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
III)	<b><u>Loans &amp; Advances to related parties</u></b>	-	-
	-		
IV)	<b><u>Other Loans &amp; Advances</u></b>	195,028,558.00	263,507,983.00
	<b>Total</b>	<b>195,028,558.00</b>	<b>263,507,983.00</b>

### Note : 15 Other Non Current Assets

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	<b><u>Preliminary Expenses</u></b> 415,289.60 Add : Exp. in Current Year <u>427,485.00</u> - <u>842,774.60</u> - Less: (W/off) (Rs) <u>189,322.00</u>  <b>Issue Expenses</b> 2,550,110.40 Less: (W/off) <u>636,074.00</u>  Security Deposit to BSE	653,452.60	415,290
2		1,560,000.00	1,560,000.00
	<b>Total</b>	<b>4,127,489.00</b>	<b>4,525,400.00</b>

### Note :16 Current Investment

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Investment in Equity	-	-
	<b>Total</b>	-	-

### Note : 17 Inventories

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Raw Material	-	-
2	Work-in-Progress	-	-
3	Finished Goods	-	-
	<b>Total</b>	-	-

### Note : 18 Trade Receivables

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	<u>Outstanding for more than six months</u>		
	<u>a) Secured, Considered Good :</u>	-	-
	<u>b) Unsecured, Considered Good :</u>		-
	<u>c) Doubtful</u>	-	-
-		-	
2	<u>Others</u>		
	<u>a) Secured, Considered Good :</u>	-	-
	<u>b) Unsecured, Considered Good :</u>	-	-
	SUNDRY DEBTORS	6,562,121.00	6,375,524.00

	<u>c) Doubtful</u>	-	-
	<b>Total</b>	<b>6,562,121.00</b>	<b>6,375,524.00</b>

### Note : 19 Cash & Cash Equivalent

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	<u>Cash-in-Hand</u>		
	Cash Balance	37,524.95	1,552,985.95
	<b>Sub Total (A)</b>	<b>37,524.95</b>	<b>1,552,985.95</b>
2	<u>Bank Balance</u>		
	-		
	Balance With Scheduled Banks	417,588.35	272,038.53
	<b>Sub Total (B)</b>	<b>417,588.35</b>	<b>272,038.53</b>
	<b>Total ( A + B )</b>	<b>455,113.30</b>	<b>1,825,024.48</b>

### Note :20 Short Terms Loans and Advances

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Loans & Advances from related parties		
	<u>a) Secured, Considered Good :</u>	-	-
	<u>b) Unsecured, Considered Good :</u>	-	-
	<u>c) Doubtful</u>	-	-
2	<u>Others</u>		-
	Loans & Advances	66,750,000.00	20,171,750.00
	<b>Total</b>		

		<b>66,750,000.00</b>	<b>20,171,750.00</b>
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### Note : 21 Other Current Assets

<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2015</b>	<b>As at 31.03.2014</b>
	TDS Receivables (2012-13)	-	293,745.00
	TDS Receivables (2013-14)	-	124,665.00
	TDS Receivables (2014-15)	45,861.00	-
	Refund AY 2013-14	6,200.00	-
	<b>Total</b>	<b>52,061.00</b>	<b>418,410.00</b>



Note : 11 Fixed Assets

S r · N o	Particulars	Rate	Gross Block				Depreciation				Net Block	
			Value as on 01.04.2014	Addition during the year	Deduction during the year	Value as on 31.03.2015	Value as on 01.04.2014	Addition during the year	Deduction during the year	Value as on 31.03.2015	WDV as on 31.03.2015	WDV as on 31.03.2014
I	<u>Tangible Assets</u>	-										
	-								-			
	Air Conditioner	13.91%	78,914.00	-	-	78,914.00	16,178.57	34,616.89	-	50,795.46	28,118.54	62,735.43
	Inverters	13.91%	23,548.00	-	-	23,548.00	6,095.43	10,348.64	-	16,444.07	7,103.93	17,452.57
	Furniture & Fixture	18.10%	1,897,698.00	-	-	1,897,698.00	501,527.50	398,924.87	-	900,452.37	997,245.63	1,396,170.50
	Computer	40.00%	567,022.00	-	-	567,022.00	361,942.38	98,876.42	-	460,818.80	106,203.20	205,079.62
	Laptop	40.00%	18,256.00	-	-	18,256.00	11,683.84	3,168.37	-	14,852.21	3,403.79	6,572.16
	Mobiles & Tabs	40.00%	169,373.00	-	-	169,373.00	81,742.49	41,138.76	-	122,881.25	46,491.75	87,630.51
	Ele . Items	13.91%	102,543.00	-	-	102,543.00	16,282.30	44,916.13	-	61,198.43	41,344.57	86,260.70
				-								
	SUB TOTAL (A)		2,857,354.00	-	-	2,857,354.00	995,452.52	631,990.08	-	1,627,442.60	1,229,911.40	1,861,901.49
I	<u>Intangible Assets</u>	-										
	-											
	SUB TOTAL (B)	0.14	-	-	-	-	-	-	-	-	-	-
I	<u>Capital Work-in-progress</u>	-										
	-											
	SUB TOTAL (C)	-	-	-	-	-	-	-	-	-	-	-
I	<u>Intangible Assets Under Development</u>	-										
	-											
	SUB TOTAL (D)		-	-	-	-	-	-	-	-	-	-
	Total [A + B + C + D] (Current Year)		2,857,354.00	-	-	2,857,354.00	995,452.52	631,990.08	-	1,627,442.60	1,229,911.40	1,861,901.49
	(Previous Year)		2,857,354.00	-	-	2,857,354.00	460,481.66	534,970.86	-	995,452.52	1,861,901.49	2,396,872.35

## EDYNAMICS SOLUTIONS LIMITED

ADD:A-406, Street No.8, Road No. 4, Mahipalpur, New Delhi-110075

CIN : L74900DL2000PLC106755

Notes Forming Part of the Profit &amp; Loss Statement

**Note : 22 Other Income**

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
12	<b>INCOME (OTHERS)</b> Income Others	660,850.00	389,775.00
	<b>Total</b>	<b>660,850.00</b>	<b>389,775.00</b>

**Note : 23 Cost of Material Consumed**

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Purchases	49,108,088.00	21,452,840.00
	<b>Total</b>	<b>49,108,088.00</b>	<b>21,452,840.00</b>

**Note : 24 Change in Inventories**

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Closing Stock	-	-
2	Opening Stock	-	-
	<b>Total</b>	<b>-</b>	<b>-</b>

**Note : 25 Employment Benefit Expenses**

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Salary	1,182,000.00	736,463.00
	<b>Total</b>	<b>1,182,000.00</b>	<b>736,463.00</b>

## Note :26 Financial Cost

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Bank Expenses	56.18	6,631.60
	<b>Total</b>	<b>56.18</b>	<b>6,631.60</b>

## Note : 27 Depreciation & Amortised Cost

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Depreciation	631,990.08	534,970.87
	<b>Total</b>	<b>631,990.08</b>	<b>534,970.87</b>

## Note : 28 Other Expenses

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	<b><u>Administrative Expenses:</u></b>		
	Audit Fees	19,000.00	19,000.00
	Business Promotions	278,220.00	126,200.00
	Convayance Expenses	145,440.00	112,230.00
	Office Expenses	483,580.00	171,870.00
	Listing Fees	164,495.00	67,267.00
	Filling Fees	15,562.00	98,750.00
	Advertisement Exps.	154,111.00	-
	Miscellaneous Exps.	40,381.00	-
	Market Making Charges	246,068.00	151,686.00
	Professional Charges	100,591.00	181,190.00
	Printing & Stationary	213,277.00	162,850.00
	Rent	102,000.00	156,000.00
	Repair & Mainrtance	173,700.00	73,720.00
	Staff Welfare	175,101.00	93,011.00
	Telephone Expenses	14,738.00	3,210.00
	Tour & Travelling Expenses	301,448.00	223,380.00
	Web Charges	-	10,800.00
	Preliminary Expenses W/O	189,322.00	103,822.40
	Issue Expenses	636,074.00	637,527.60
	<b>Total</b>	<b>3,453,108.00</b>	<b>2,392,514.00</b>

## EDYNAMICS SOLUTIONS LIMITED

ADD:A-406, Street No.8, Road No. 4, Mahipalpur, New Delhi-110075

CIN : L74900DL2000PLC106755

## Cash Flow Statement For the Year Ending 31-Mar-2015

Amounts in (Rs.)

Particulars	Amounts Rs.	Amounts Rs.
	<b>31.03.15</b>	<b>31.03.14</b>
<b><u>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</u></b>		
1.Net profit before tax	649,917.74	464,317.89
2. <b><u>Adjustment for:</u></b>		
<u>Add:</u> Depreciation & Amortisation Expenses	1457386.08	1,276,320.87
<u>Less:</u> Interest Received	(660,850.00)	(389,775.00)
<b>Operating Profit before Working capital changes</b>	<b>1446453.82</b>	<b>1,350,863.76</b>
3. <b><u>Working Capital Changes:</u></b>		
Decrease (Increase) in Trade & Other Receivables	(186,597.00)	(4,212,892.00)
Decrease (Increase) in Other Current Assets	366,349.00	(124,665.00)
Increase (Decrease) in Trade & Other Payables	3,455,299.00	7,820,988.00
Increase (Decrease) in Current Liabilities & Provisions	(354,760.00)	(411,778.00)
<b>Net Changes in Working Capital</b>	<b>3,280,291.00</b>	<b>3,071,653.00</b>
<b><u>Cash Generated from Operations</u></b>	<b>4726744.82</b>	<b>4,422,516.76</b>
Adjustment of Taxes	470,074.00	-
<b>Net Cash Flow from Operating Activities (A)</b>	<b>4256670.82</b>	<b>4,422,516.76</b>
<b><u>(B.) CASH FLOW FROM INVESTING ACTIVITIES :</u></b>		
Purchase of Fixed Assets	-	-
(Increase) Decrease in Short Terms Loans & Advances	(46,578,250.00)	(21,731,750.00)
Decrease (Increase) in Long term loans and advances	68,479,425.00	(190,561,968.00)
Interest Received	660,850.00	389,775.00
Decrease (Increase) in Non Current Investments	3,200,000.00	(3,500,000.00)
<b>Net Cash Flow from Investing Activities (B)</b>	<b>25,762,025.00</b>	<b>(215,403,943.00)</b>
<b><u>(C.) CASH FLOW FROM FINANCING ACTIVITIES :</u></b>		
Issue of share capital and Proceeds from Share Application		

Money	-	211,815,000.00
Share Application Refunded	-	(27,504,050.28)
Increase/Decrease in Long Terms Borrowings	(2,461,122.00)	2,461,122.00
Increase/Decrease in Other Long Terms Borrowings	(28,500,000.00)	28,425,000.00
Preliminary Expenses incurred	(427,485.00)	(3,206,750.00)
<b>Net Cash Flow from Financing Activities (C)</b>	<b>(31,388,607.00)</b>	<b>211,990,321.72</b>
<b>Net Increase / (Decrease) in Cash &amp; Cash Equivalents ( A-B+C )</b>	<b>(1369911.18)</b>	<b>1,008,895.48</b>
<b>Cash and cash equivalents at the beginning of the year / Period</b>	<b>1,825,024.48</b>	<b>816,129.00</b>
<b>Cash and cash equivalents at the end of the year/ Period</b>	<b>(455113.30)</b>	<b>1,825,024.48</b>

\* Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard (AS) - 3 on Cash Flow Statements" issued by the Institute of Chartered of Accountants of India.

As per our report of even date attached.

For Nitesh Pratap Singh and Associates  
(Chartered Accountants)

Sd/-  
(CA Nitesh Pratap Singh)  
Partner  
FRN: 026796N  
M.No.: 528602

Place:- New Delhi  
Date:- 25.05.2015

For and on behalf of the Board of  
Directors  
Edynamics Solutions Limited

Sd/-	Sd/-
Anita Gupta	Vikas Saini
(Director)	(Director)
DIN- 06501012	DIN- 06503769

**PROXY SLIP**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

**EDYNAMICS SOLUTIONS LIMITED**

A-406, Street No.8, Road No.4, Mahipalpur, New Delhi-110075

CIN: L74900DL2000PLC106755

Ph: 011-32971712; Email: [edynamicsolutions@yahoo.com](mailto:edynamicsolutions@yahoo.com)

Website: [www.edynamicsolutions.com](http://www.edynamicsolutions.com); CIN: L74900DL2000PLC106755

Name of the Member(s):	
Registered address:	
Folio No./Client Id::	DP ID:
E-mail Id:	

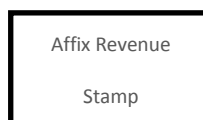
I/We, being the member(s) of..... Shares of the above named Company, hereby appoint:

Name :	Address :
E-mail Id :	Signature :
or failing him/her	
Name :	Address :
E-mail Id :	Signature :

as my/our proxy to attend and vote for me/us and on my/our behalf at the 15<sup>th</sup> Annual General Meeting of the Company to be held on Wednesday, 23rd September, 2015 at 09:30 A.M at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi.

S.No.	Resolutions
1.	Adoption of Audited Financial Statements for the year ended March 31 <sup>st</sup> 2015.
2.	Appointment of Ms. Anita Gupta as Director of the Company, retire by rotation.
3.	Ratify the Appointment of M/s. NITESH PRATAP SINGH AND ASSOCIATES, Chartered Accountants, having firm registration no. 026796N as Statutory Auditor of the Company and to fix their remuneration.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2015



**Sign. of Shareholder      Sign. of proxy holder**

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

**ATTENDANCE SLIP****EDYNAMICS SOLUTIONS LIMITED**

A-406, Street No.8, Road No.4, Mahipalpur, New Delhi-110075

CIN: L74900DL2000PLC106755

Ph: 011-32971712; Email: [edynamicssolutions@yahoo.com](mailto:edynamicssolutions@yahoo.com)Website: [www.edynamicssolutions.com](http://www.edynamicssolutions.com); CIN: L74900DL2000PLC106755

Regd. Folio/DP ID & Client ID	
Name and Address of the Shareholder(s)	
Joint Holder 1	
Joint Holder 2	

I hereby record my presence at the 15<sup>th</sup> Annual General Meeting of the Company to be held on Wednesday, 23<sup>rd</sup> September, 2015 at 09:30 A.M at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi.

1. Signature of the Shareholder/Proxy Present

2. Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.

3. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

**Note: PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING.**