

**SCIENTIA INFOCOM INDIA PRIVATE LIMITED**

**7<sup>TH</sup> ANNUAL REPORT**

**2011-2012**

**BOARD OF DIRECTORS:**

NARENDER SURANA	-	DIRECTOR
DE VENDRA SURANA	-	DIRECTOR
MANISH SURANA	-	DIRECTOR

**REGISTERED OFFICE:**

2<sup>nd</sup> Floor, Surya Towers,  
Sardar Patel Road,  
Secunderabad - 500 005

**AUDITORS:**

M.s. Sekhar & Co.  
Chartered Accountants  
133-4, R.P Road,  
Secunderabad - 500 003

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 7<sup>th</sup> Annual General Meeting of the Members of **SCIENTIA INFOCOM INDIA PRIVATE LIMITED** will be held on Tuesday, 17<sup>th</sup> July, 2012 at 11.30 A.M. at the Registered Office at 2nd Floor, Surya Towers, S.P. Road, Secunderabad - 500 003 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Profit & Loss Account for the year ended 31st March, 2012, along with Auditors' Report & Directors' Report thereon.
2. To appoint a Director in place of Shri Devendra Surana who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. Sekhar & Co., Chartered Accountants, Auditors, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorise the Board to fix their remuneration.

By Order of the Board  
For **SCIENTIA INFOCOM INDIA PRIVATE LIMITED**

  
**NARENDER SURANA**  
DIRECTOR

Place: Secunderabad  
Date: 17.04.2012

### NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend, and, on a poll, to vote instead of himself and such proxy need not be a member.
2. The proxy, in order to be effective, must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

## DIRECTORS REPORT

To  
The Members,

Your Directors have pleasure in presenting the 7<sup>th</sup> Annual Report and the Audited Statement of Accounts for the financial year ended 31st March, 2012 together with the Auditors Report thereon.

### FINANCIAL RESULTS:

The Company financial results for the year are given below in summarized format:

PARTICULARS	(Rs)	
	2011-12	2010-11
<b>INCOME</b>		
<b>EXPENDITURE</b>		
Expenses	154,077	14,565
<b>Profit/(Loss) before Taxation</b>	<b>(154,077)</b>	<b>(14,565)</b>
Provision for Taxation Deferred Tax		
<b>Profit/(loss) after Taxation</b>	<b>(154,077)</b>	<b>(14,565)</b>
<b>Balance B/F from Previous Year</b>	<b>(647,616)</b>	<b>(633,051)</b>
<b>Balance C/F to Balance Sheet</b>	<b>(801,693)</b>	<b>(647,616)</b>

### OPERATIONS

The Company's land admeasuring 7 Acres at Vattinagulapally village, Rajendranagar Mandal, R.R. District was covered under G.O. Ms No. 111 of M.A. 1996. Therefore, the Company based upon reports from a Central Govt. Agency i.e., Environment Protection Training and Research Institute (EPTRI), filed Writ Petitions in year 2010 & 2012 respectively before the Hon'ble High Court of A.P. seeking the relief of vacating the operation the G.O. Ms No. 111 of M.A. 1996 on the property of the Company and also to declare the land as residential zone as per G.O. Ms. No 257 of M.A. 2000. The matter stands pending till date.

The Company obtained the following two reports under Right to Information Act, 2005 which clarifies that the Company's property is not covered in the downstream of Himayatsagar and Osmansagar Lakes.

1. Report prepared by Nine plus consortium (EPTRI, IICT, NGRI and NRSA) on "Possibilities of Establishing Non Polluting Industries within 10 Kms Radius of Himayatsagar and Osmansagar"
2. Report titled "Ecology of Himayatsagar and Osmansagar lakes for evaluation of permissible developmental activities in the catchment areas."

**DIVIDEND:**

Your Directors have not recommended for payment of dividend for the year ended 31.03.2012.

**FIXED DEPOSITS:**

The Company has not accepted any deposits from the public for the year under review within the meaning of Section 58A of the Companies Act, 1956.

**DIRECTORS:**

Shri Devendra Surana, Director of the Company, will retire by rotation at this Annual General Meeting and being eligible, offers himself for reappointment.

**AUDITORS:**

M/s. Sekhar & Company, Chartered Accountants, Auditors of the Company retire at the conclusion of this Annual General Meeting are eligible for re-appointment. The Company is in receipt of confirmation from M/s Sekhar & Company that in the event of their re-appointment as Statutory Auditors of the Company at the ensuing Annual General Meeting, such re-appointment will be in accordance with the limits specified in Sub-section (1B) of Section 224 of the Companies Act, 1956.

**AUDITORS OBSERVATIONS:**

The observation reported as per requirements of Companies (Auditor's Report) Order, 2003 (CARO) by Auditors in Para 10 of the Annexure to Auditors Report regarding the Cash Losses is a reporting requirement of the said Order and is self explanatory.

**COMPLIANCE CERTIFICATE:**

In accordance with requirement of Section 383A of the Companies Act, 1956, Certificate from a practicing Company Secretary, is enclosed certifying that all legal requirements, in respect of the Company for the year ended 31st March, 2012 have been complied with which is marked as Annexure-1.

**DIRECTORS RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 217(2AA) OF THE COMPANIES ACT, 1956:**

In Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- i. That in the preparation of the accounts for the financial year ended 31st March, 2012 the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 loss of the Company for the year under review;
- iii. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

19. That the Directors have prepared the accounts for the financial year ended 31st March, 2012 on a 'going concern' basis.

**PARTICULARS IN RESPECT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Information as required under Section 217 (1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988, forms part of this Report and is annexed herewith.

**PARTICULARS OF EMPLOYEES:**

During the period under review, there are no employees covered under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of the Employees) Rules, 1975.

**ACKNOWLEDGEMENTS:**

The Board desires to place on record its sincere appreciation for the support and co-operation received from the Company's Bankers and Officials of the concerned Government Departments, employees and the members for the confidence reposed by them in the management.

By Order of the Board  
For SCIENTIA INFOCOM INDIA PRIVATE LIMITED

Place: Secunderabad  
Date: 17.04.2012

  
NARENDER SURANA  
CHAIRMAN

## ANNEXURE TO THE DIRECTORS REPORT

Information under Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988, and forming part of the Directors Report:

### 1. CONSERVATION OF ENERGY:

Energy conservation measures taken: The Company is very careful in using the power to reduce the cost of maintenance and conserve the resources.

Additional Investments and proposals, if any, being implemented for reduction of consumption of energy: Nil

Impact of the clause (1) and (2) above for reduction of energy consumption and consequent impact on the production of goods : N.A

### 2. TECHNOLOGY ABSORPTION:

#### FORM B:

(Disclosure of particulars with respect to technology absorption)

#### A. RESEARCH AND DEVELOPMENT (R&D)

Specific areas in which R& D carried out by the Company : Nil  
Benefits derived as a result of the above R& D : Nil  
Future plan of action : Nil  
Expenditure on R & D

#### B. TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION

The Company is making all efforts for improving productivity, product quality and reducing consumption of scarce raw material and fuels.

### 3. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Activities relating to exports, initiatives taken to increase exports, development of new export market for products and services and export plans:

Foreign Exchange inflow : NIL  
Foreign Exchange Outgo : NIL

By Order of the Board  
For SCIENTIA INFOCOM INDIA PRIVATE LIMITED



NARENDER SURANA  
CHAIRMAN

Place: Secunderabad

Date: 17.04.2012

CIN: U72200AP2005PTC047966

Paid up Capital: Rs. 4,00,00,000

Compliance Certificate

To  
The Members  
M/s. Scientia Infocom India Private Limited  
IInd Floor, Surya Towers, S.P. Road,  
Secunderabad – 500 003.

I have examined the registers, records, books, and papers of M/s. Scientia Infocom India Private Limited ("the Company") as required to be maintained under the Companies Act, 1956 ("the Act") and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the Financial Year ended on 31<sup>st</sup> March, 2012 (i.e. from 1<sup>st</sup> April, 2011 to 31<sup>st</sup> March, 2012). In my opinion and to the best of our information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in *Annexure I* to this Certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in *Annexure II* to this Certificate, with the Registrar of Companies as required under the Act and the rules made there under.
3. The Company being private limited company has the minimum prescribed paid-up capital and its maximum number of members during the said financial year were 7 and none of the members are employees, both present and past, and the Company during the year under scrutiny:
  - (i) has not invited public to subscribe for its shares or debentures; and
  - (ii) has not invited or accepted any deposits from persons other than its members, directors or their relatives.
4. The Board of Directors duly met 4 (four) times on 15-04-2011, 29-07-2011, 12-12-2011, 29-03-2012. In respect of each meeting proper notices were given, the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

5. The Company has not closed its register of members during the financial year.





6. The Annual General Meeting for the financial year ended on 31<sup>st</sup> March, 2011 was held on 20<sup>th</sup> May 2011 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No extraordinary general meeting was held during the financial year.
8. The Company has not advanced any loans to its directors and/or persons or firms or companies referred in section 295 of the Companies Act, 1956.
9. The Company has not entered into any contracts falling within the purview of section 297 of the Act
10. The Company has made necessary entries in the register maintained under Section 301 of the Act.
11. As there are no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of directors, members or Central Government.
12. The Company has not issued any duplicate share certificates during the financial year.
13.
  - (i) There was no allotment/ transfer / transmission of securities during the financial year.
  - (ii) The Company has not deposited any amount in a Separate Bank Account as no dividend was declared during the financial year.
  - (iii) The Company was not required to post warrants to any member of the company as no dividend was declared during the financial year.
  - (iv) The Company has not effected any transfer of the amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have been remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund as there were no such cases.
  - (v) The Company has complied with the requirement of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. During the financial year there was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.
15. The Company's paid up capital being less than the prescribed Rs. 5.00 crores, it is not required to appoint a Managing Director/Whole-time Director/Manager and accordingly the provisions of section 269 of the Companies Act, 1956 to that extent, are not applicable.
16. The Company has not appointed any sole-selling agents during the financial year.



17. The Company was not required to obtain any approvals from the Central Government, Company Law Board, Regional Director, Registrar of Companies and/or such other authorities under the various provisions of the act during the financial year.
18. The Directors have disclosed their interest in other firms / companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. The Company does not have any Preference Shares / Debentures.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.
24. Any amount borrowed by the Company from directors, members, public, financial institutions banks and others during the financial year ending 31<sup>st</sup> March, 2012 is within the borrowing limits of the Company.
25. The Company has not made any loans, investments or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of Company's Registered Office from one State to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to Objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to the name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to Share Capital of the Company during the financial year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year under scrutiny.
31. There was no prosecution initiated against or show cause notices received by the Company and no fines and penalties or any other punishment imposed on the Company during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the financial



33. The Company has not constituted a separate Provident Fund Trust for its employees and as such, Section 418 of the Act is not applicable to the Company.



*Syed Meera Mohiddin*  
Syed Meera Mohiddin  
Company Secretary in Practice  
ACS: 19395  
CP No: 7813

Place: Secunderabad  
Date: 17.04.2012

Annexure - I

Registers as maintained by the Company

1. Register of Members u/s 150.
2. Minutes Book of Meeting of Directors u/s 193.
3. Minutes Book of proceedings of General Meetings u/s 193.
4. Register of Particulars in which Directors are interested under Section 301.
5. Register of Directors, Managing Director u/s. 303.
6. Register of Directors' Shareholdings u/s. 307.
7. Register of Applications for allotment of shares



*Syed Meera Mohiddin*  
Syed Meera Mohiddin  
Company Secretary in Practice  
ACS: 19395  
CP No: 7813

Place: Secunderabad  
Date: 17.04.2012

Annexure - II

Forms and Returns as filed by the Company with the Registrar of Companies, Andhra Pradesh, Hyderabad during the financial year ending 31<sup>st</sup> March, 2011.

S. No.	Form No./ Return	Filed on	Under Section	Event	Whether filed within the prescribed time (Yes/No)	If delay in filing whether requisite fee paid (Yes/No)
1.	Form 66	21.05.2011	383A	Compliance Certificate for the financial year 2010-11.	Yes	NA
2.	Forms 23AC, 23ACA	25.11.2011	220	Audited Balance Sheet, Profit and Loss Account, Auditors' Report and the Directors' Report for the financial year ended on 31 <sup>st</sup> March 2011	Yes	NA
3.	Form 20 B	11.08.2011	159	Annual Return for the 5 <sup>th</sup> Annual General Meeting held on 20 <sup>th</sup> May 2011.	No	Yes



*Syed Mohiddin.*  
Syed Meera Mohiddin  
Company Secretary in Practice  
ACS: 19395  
CP No: 7813

Place: Secunderabad  
Date: 17.04.2012

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# SEKHAR & CO.

CHARTERED ACCOUNTANTS

**PARTNERS :**

K.C. Devdas, B.Com., F.C.A.  
C. Amarnath, B.Com., LLB., F.C.A. DISA (ICA)  
G. Ganesh, B.Com., F.C.A. DISA (ICA)

## Independent Auditors' Report

### **The Members of Scientia Infocom India Private Limited Hyderabad**

We have audited the accompanying financial statements of **Scientia Infocom India Private Limited** ("the Company"), which comprise the Balance sheet as at March 31, 2012, the Statement of Profit and Loss and Cash Flow for the year then ended and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

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

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards in Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



*[Handwritten signature]*  
17/4/12

Audit Report For the Financial year 2011-12  
Company Name: Scientia Infocom India Pvt Ltd

Sekhar & Co Chartered Accountants FRN 003695-S