



# 19<sup>th</sup> Annual Report

## 2012-13

**CYBERMATE**  
**INFOTEK LIMITED**

We win, when you win!

An ISO 9001:2008 Company



**BOARD OF DIRECTORS:**

Sri P.C.PANTULU	-	Managing Director & CEO
Sri K.S.SHIVA KUMAR	-	Director & COO
Sri P. CHANDRA SEKHAR	-	Director-Finance
Sri K. K. RAO	-	Director
Sri K.SHANKAR	-	Director
Sri K.PAWAN KUMAR KASERA	-	Director
Dr.D.JAYARAMI REDDY	-	Director

**AUDITORS:**

P.MURALI & CO  
Chartered Accountants ,  
Somajiguda.  
Hyderabad

**BANKERS:**

State Bank of Travancore.  
ICICI Bank Ltd.  
Axis Bank Ltd

**REGISTERED OFFICE &**

**SOFTWARE DEVELOPMENT CENTRE:**

**#11, Sripuri Colony,  
Kakaguda, Karkhana,  
Secunderabad-50015  
e-mail: [info@cybermateinfotek.com](mailto:info@cybermateinfotek.com)  
Url : [www.cybermateinfotek.com](http://www.cybermateinfotek.com)**

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**NOTICE**

NOTICE is hereby given that the 19th Annual General Meeting of the shareholders of the company will be held on Monday the 30th September 2013 at 10.00. A.M. at HOTEL TAJ TRISTAR, AT "SAFFRON", 1-1-40, SEVEN HILLS, SAROJINI DEVI ROAD. SECUNDERABAD. 500003, A.P India to transact the following business:

**AS ORDINARY BUSINESS:**

1. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT the Audited Balance Sheet as at 31st March 2013 and the Profit and Loss Account of the Company for the year ended on that date and the report of the Directors and Auditors thereon be and are hereby considered and adopted"

2. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT Sri Shankar Khasnis who retires by rotation and being eligible for re-appointment, offers himself for re-appointment be and is hereby re-appointed, as a Director of the Company."

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT Dr.D.Jayarami Reddy, who retires by rotation and being eligible for re-appointment, offers himself for re-appointment be and is hereby re-appointed, as a Director of the Company."

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT M/s P.MURALI & CO, Chartered Accountants, Hyderabad be and are hereby appointed as auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed in this behalf by the Board of Directors of the Company."

By the Order of the Board  
For Cybermate Infotek Limited

Place: Secunderabad  
Date 29-08-2013

P.C.Pantulu  
Managing Director.

### NOTES:

1. 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. THE PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LATER THAN 48 HOURS BEFORE THE MEETING.
2. The share transfer books and Register of Members of the Company will remain closed from 28th September 2013 to 30th September 2013 (both days inclusive).
3. Members are requested to bring their copies of the Annual Report to the meeting. Please bring the Attendance slip with you duly filled in and handover the same at the entrance of the Meeting hall. 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.
4. Members are requested to notify immediately any change in their address to the Company in case their shares held in dematerialized form; this information should be passed so that the information required can be made readily available at the meeting.
5. Members holding shares in physical form are requested to de-materialize the shares in electronic form to facilitate faster transfer and avoid rejections for bad deliveries. The Share Certificates may be sent to Aarthi Consultants (p) Ltd, 1-2-285, Domalguda, Hyderabad-500029.
6. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send their e-mail address to the following:
  1. [secretarial@cybermateinfotek.com](mailto:secretarial@cybermateinfotek.com)
  2. [info@aarthiconsultants.com](mailto:info@aarthiconsultants.com)

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

(As required under the Listing Agreement, the particulars of Directors who are proposed to be appointed/re-appointed are given below:)

**BRIEF PROFILE OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE AGM:**

Name of Director	Mr. Shankar Khasnis
Expertise in specific functional area	Management Consultant
Date of Birth	25-06-1966
List of other Companies in which Directorship is held as on 31st March, 2013	NIL
Chairman/member of the Committees of the Board of other Companies in which he is a Director as on 31st March, 2013	2

Name of Director	Dr.Devarapalli Jayarami Reddy
Expertise in specific functional area	Medicine
Date of Birth	01-07-1945
List of other Companies in which Directorship is held as on 31st March, 2013	NIL
Chairman/member of the Committees of the Board of other Companies in which he is a Director as on 31st March, 2013	2

**Directors' Report:**

To the Members,

Your Directors have pleasure in presenting their 19th Annual Report of the business and operations of your company for the year ended March 31st 2013.

**Financial Results:**

	INR-LAKHS	
	2012-13	2011-12
Operational Income	1237.62	1218.31
Other Income	75.00	56.41
Total Revenues	1312.62	1274.72
Incr/(Decr) in Stock	--	-349.72
Profit before Depreciation ,		
Interest & Tax	336.96	296.28
Depreciation	255.67	252.69
Interest	75.51	29.69
Profit before tax	5.78	13.90
Extra-ordinary Items/Prior Period Adjustment Income		
(a) Grant from Govt. of Nagaland	--	10.00
(b) Security Deposits Expenditure	--	59.43
(a) Deferred tax - Past Years	--	(223.87)
Profit Before Tax	5.78	(140.53)
Provision for tax	60.77	--
Deferred Tax-Current Year	-60.89	--
Profit after Tax	5.90	(140.53)

**Overview of Operations:**

During the previous year the company continued its efforts to market its products and services in the domestic and overseas markets. The lack of

working capital support from any bank or financial institution has continued to cripple the operations of the company.

The turnover of the company has increased marginally by 2.97 % over the previous year. During the year under review the company registered a marginal profit as against a loss in the previous year

**Fixed Deposits**

Your company has not accepted any deposits and, as such no amount of principal or interest was outstanding on the date of Balance Sheet.

**Directors:**

Sri. Shankar Khasnis and Dr.D.Jayarami Reddy are to retire at the conclusion of this annual general meeting and being eligible offer themselves for reappointment. The Board of Directors recommends their appointment.

In accordance with the requirements of Clause 49 of the Listing Agreement executed with the stock exchanges as also in pursuance of section 292A of the Companies Act 1956, following steps have been taken by the Board of Directors:

a) The Board of Directors comprises seven members (inclusive of three executive directors and four Independent directors). The Board comprises the following:

- |                           |                        |
|---------------------------|------------------------|
| 1) Mr. P. C. Pantulu      | Managing Director      |
| 2) Mr. K. S. Shiva Kumar  | Director & COO         |
| 3) Mr. P.Chandra Sekhar   | Director-Finance       |
| 4) Mr. K. K. Rao          | Non-Executive Director |
| 5) Mr. Shankar Khasnis    | Independent Director   |
| 6) Mr. Pawan Kumar Kasera | Independent Director   |
| 7) Dr.D.Jayarami Reddy    | Independent Director   |

**Audit Committee:**

The Audit committee provides direction to the

audit and risk management function in the company and monitors the quality of internal audit and the Committee looks after the financial reporting process to ensure proper disclosure of financial statement, recommending appointment/removal of external auditors and fixing remuneration.

Audit committee has been constituted as follows.

- |                           |          |
|---------------------------|----------|
| 1) Mr. Pawan Kumar Kasera | Chairman |
| 2) Mr. Dr. J Reddy        | Member   |
| 3) Mr. K K Rao            | Member   |

### **Directors' Responsibility Statement**

(As per the provisions of Section 217(2AA) of the Companies Act' 1956), the Directors confirm that

- a) in preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation related to material departures.
- b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the company as at the end of 31st March 2013 and the Profits for the year ended on that date.
- c) the directors 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.

- d) the directors have prepared the annual accounts on a going concern basis.

### **Subsidiary Companies**

The statement pursuant to Section 212(1) (e) of the companies Act 1956 in respect of the subsidiaries is attached.

The Company has two Wholly Owned Subsidiaries viz

1. Cybermate Infotek Limited Inc at U.S.A
2. Cybermate Infotek Ltd F.Z.E at Hamriyah Free Zone, Sharjah, U.A.E.

The operations of the US Subsidiary remained dormant since the year 2002.

Further, the subsidiary company at U.A.E was incorporated in January 2008 and advances have been paid for acquisition of products for marketing in the Middle East regions.

Subsequently, due to the slowdown in economy the company has postponed its plans for commencement of its operations. The company is confident of marketing its offerings once the economy improves and will be in a position to present its financial statements.

### **Demerger**

The Board of Directors has approved a scheme of Demerger of some of the activities of the company into separate companies. The scheme is being finalized and will be informed to the shareholders at the appropriate time.

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **Industry Development:**

HMIS is an essential part of any hospital in India that has more than 50 beds. It is widely accepted



that it is not possible to manage large hospitals without an effective HMIS system in place. As regards status of the HMIS market in India, we seem to be at an earlier stage of the adoption curve and only the thought leaders and quality focused hospitals have made a serious attempt at making the HMIS the central system around which the hospital functions. With much of the care documentation being paper based, the shift to HMIS has been slow. However there are a couple of recent trends that we have seen which can help increase HMIS adoption in the market.

The first is that competition among hospitals is increasing as the number of hospitals increases. Some hospitals have recognised that the HMIS is a quality differentiator and something that enhances branding and can therefore pull in patients. Surprisingly this trend is more evident in the rural areas where hospitals with an HMIS in place perceive immediate branding benefits, leading to higher occupancy levels in the medium term. The second trend and perhaps a critical factor is that hospitals are slowly becoming aware of the requirements for an EMR as mandated in the Indian Government's Clinical Establishments act of 2012. The realisation that this will become inevitable and an HMIS is required to meet this need, will result in a rapid increase in HMIS adoption.

The expected growth of hospital beds, the Healthcare IT market is expected to grow @ about USD 160M per year. Whereas in reality India has been able to add only 10k-15k beds every year for past 5 years.

The Healthcare IT market is currently growing @ about USD 30M per year.

Therefore Total Healthcare-IT market size \$ 534M. Currently growing every year @ 5-6%. If

the new hospital infrastructure picks up speed, then we can expect the market to grow @ 31% every year.

### **Company's Focus and Strategy:**

The complex healthcare regulatory environment in India gives such impression that the healthcare professionals need to use most of their time in complying with the healthcare regulations than to their work. The biggest challenge which would limit the acceptance levels of the Indian healthcare fraternity is the dumping of west-focussed solutions on Indian systems. There are several firms who have developed products and solutions while working with Payers and Providers in US, Europe or Singapore and then try to implement the same 'out of box' solution in India without any significant alignment to local requirements. What this ends up doing is increase the skepticism of healthcare professionals, especially clinics/Nursing Homes.

We have focused on customizing the application to small and medium hospitals with a module based approach.

Apart from the health care domain the company has been providing IT Services to Energy, Engineering and Telecom domains.

Further the company is evaluating the possibility of entering into new service area(s) in the IT Services space pertaining to telecom domain.

### **Challenges:**

IT is a great enabler; however it is not itself a solution. IT can help use information better; IT can be just the tool and should not be used as replacement".

The market is extremely price sensitive, it is looking for solutions on the public cloud with an opex model. Almost all healthcare organisations don't want to own any capex. However, they are most concerned about data security because India lacks any data security act.

The funny thing is that most hospitals budget for IT as a support function and not as a core business enabler. Therefore, it gets a very low priority. Also, they invest in IT because it's the interesting thing, not because they need to solve a business problem. No one can call any IT implementation a success because the success criteria were never established. The large hospital chains have now started investing into large deals way beyond their budget because they have burnt their fingers with fly-by-night operators; but it is still not clear to them as to what they want out of it!

There are three milestones on the journey to connected health:

1. Healthcare IT adoption: The planning, construction and use of a digital infrastructure.
2. Health information exchange: The exchange of captured health information between Clinics/ Nursing Homes, across administrative groups and with patients.
3. Insight driven healthcare: The use of advanced analysis of data to better inform clinical decision making, population health management and the creation of new care delivery models.

As the functionality and adoption of connected health increases across the health system, so does the potential for increased benefits and the creation of greater levels of value.

## Opportunities:

The market is divided into large Governmental projects, large hospital chain implementations, mid size hospitals and finally the smaller hospitals. While a few large institutional deals take the total market size into the hundreds of crores, a majority of the deals are smaller value deals struck between the mid and small sized hospitals and the smaller Indian healthcare IT companies like ours.

New hospitals are coming up in large numbers in urban as well as rural areas with single and multispecialty facilities. We also are seeing increased traction in existing hospitals who are upgrading their infrastructure to catch up with competition.

Apart from the Hospital Management Software, we are coming across opportunities in the services model on building up network infrastructure, data centres etc.

## Our Focus

Indian healthcare systems have unique requirements in terms of billing and patient management. There are subtle but critical differences in the workflows followed by our hospitals in these areas and systems that are to service them need to address the realities of Indian hospitals. With multiple rate cards, multiple payers, complex 'package' treatments, and long collection cycles, the HMIS's abilities to handle the hospital's finances is critical for a successful implementation.

Our solutions offer a very comprehensive financial module that addresses the intricate requirements of the Indian market.

The other critical success areas for an HMIS are its ability to effectively handle the laboratory, store and pharmacy in the hospital. The various variants to the purchase and reimbursement practices that have evolved in the industry require tremendous breadth in the functionality required of the IT systems handling their operations. We have over the years refined the system to the point where operations of Indian hospitals are seamlessly handled by the system and hospitals are able to handle the multiple different types of transactions that take place on a routine basis.

Our team is currently working on launching our new application titled EHR, which is aimed at empowering the individual to hold his health records in electronic form on a cloud based application.

Cybermate is focussing on a number of features and modules to broad base care delivery, record maintenance and with lower costs of operation.

Apart from HEALSOFT (HMIS) your company has about 38 products out of which the following 12 products are receiving higher traction.

-Asset Management	- Inventory Management
-Human Resource Mgmt	- Pharmacy Management
-Recruitment Management	- Corporate Information Mgmt
-Customer Relationship Mgmt	- Online Billing
-Contract Management	- Purchase Management
-Food Court Mgmt	- ERP for Small Business

Further your company is also strengthening its presence in the consulting space in the domestic markets which is showing signs of improvement.

## Safe Harbour Statement

Certain information in management discussion on and analysis pertaining to industry outlook and growth have been extracted from publicly available information and the same has been provided therein.

Certain statements in this Annual Report concerning our company's growth prospects are forward-looking statements, which involve a number of risks and uncertainties that could cause actual results to differ materially from those in such forward-looking statements.

The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties regarding fluctuations in earning, intense competition in IT services and general economic conditions affecting industry.

## Financial /operational performance:

### 1. Revenues

Revenue for the year ended 31st March, 2013 is Rs 1237.62 lacs as compared to 1218.31 lacs the same period last year.

### 2. Operating Expenses

The ratio of operating expenditure to total income has increased by 25 % over the same period last year.

### 3. EBIDT

The EBIDT was at 25.67 % for the year ended 31st March, 2013 as compared to 23.24% for the same period last year.

### 4. Profit after Tax

The Company has made a tax provision of Rs.60.89 lacs for the year ended 31st March, 2013 as compared to Rs. NIL for the previous year ended 31st March 2012.

## 5. Interest and Borrowings

During the year the Company has incurred interest cost of Rs 75.51 Lacs on its Term Loan, Lease Rent Discounting, Hire Purchase Loans and others

## 6. Capital Employed

The Return on Average Capital Employed (ROCE) for the year ended 31st March, 2012 was 0.06% as compared to -0.78% for the same period last year.

## 7. Net Worth

The Return on Average Net worth (RONW) for the year ended 31st March, 2012 was 0.06 % as compared to -0.97% for the same period last year.

## 8. Fixed Assets

The Company has not made any additions to its fixed assets during the year.

## 9. Cash Generation

Cash generated from operations was Rs (385.87) lacs for the year ended 31st March, 2013.

## 10. Manpower

The total employee strength as on 31st March, 2013 was 22 as against 29 as on 31st March, 2012.

## Human Resources/ Industrial Relations:

Human resource functions and initiatives of your Company to attract, train, retain and motivate employees are driven by a strong set of values and policies. Your Company has taken all adequate and necessary steps from time to time to maintain a competitive, healthy and harmonious work environment at all levels.

## Auditors:

The auditors, M/s. P.Murali & Co., Chartered Accountants, Hyderabad retire at this Annual General Meeting and are eligible for re-appointment. The Board recommends their re-appointment.

## Auditors Observations Explanation of the Management.

Dues to Financial Institutions and statutory dues.

Due to the adverse liquidity conditions prevailing in the market and also due to the uncertainties prevailing in the state of Andhra Pradesh, the company was not able to realize its dues sometimes due to the delays/deliveries etc. As a result, the company could not meet its commitments to the institutional creditors like State Bank of Travancore.

As due to these reasons the company's property situated at Cyber Towers remained vacant for several months, dues to M/s Dewan Housing Finance Limited could not be met in time. These issues are being addressed on priority by discussing with the institutions and a solution is expected to be reached amicably.

Wherever legal steps were initiated, the same are being addressed in accordance with the law.

During the previous year the company was irregular in remitting statutory dues but we have now updated provident fund and professional tax dues.

**Conservation of Energy, Technology absorption and Foreign Exchange Earnings and Outgo**

The particulars as prescribed under sub-section (1)(e) of section 217(2A) of the Companies Act'1956 read with the Companies (Disclosure of particulars in the report of Board of Directors) Rules, are given in Annexure .

**Employee Particulars**

As required under the provisions of Section 217(2A) of the Companies read with the Companies (Particulars of employees) Rules' 1975 as amended form part of this report. However, in pursuance of section 219(1)(b)(iv) of the companies Act' 1956 this report is being sent to all shareholders of the company excluding the aforesaid information and the said particulars are made available at the registered office of the company.

**Statement pursuant to Section 212 of the Companies Act 1956 relating to subsidiary companies**

1	Name of the Subsidiary	Cybermate Infotek Limited Inc, USA	Cybermate Infotek Limited FZE, UAE
2	Financial Year ended	31st December 2012	31st December 2012
3	Holding Company's Interest	100 % in Equity Share Capital	100 % in Equity Share Capital
4	Shares held by the holding company in the subsidiary company	5000 Shares	1 Share
5	The net aggregate of profits or losses for the above financial year of Subsidiary so far as it concerns the members of the holding company		
	(a) Dealt with or provided for in the accounts of the Holding Company	NIL	NIL
	(b) not dealt with or provided for in the accounts of the Holding Company	NIL	NIL
6	The net aggregate of profits or losses for the previous financial year of Subsidiary so far as it concerns the members of the holding company		
	(a) Dealt with or provided for in the accounts of the Holding Company	NIL	NIL
	(b) not dealt with or provided for in the accounts of the Holding Company	NIL	NIL

**Acknowledgement**

Your Directors acknowledge with a deep sense of gratitude the continued support extended by investors, customers, business associates, bankers and government departments.

For and on behalf of the Board

Place: Secunderabad  
Date: 29th August 2013

Sd/-  
P. C. Pantulu  
Managing Director

Sd/-  
K.S.Shiva Kumar  
Director & COO

Sd/-  
P Chandra Sekhar  
Director Finance.

**Annexure to the Directors' Report**

a) Particulars pursuant to Companies (disclosure of particulars in the report of the Board of Directors) Rules, 1988

**1. Conservation of Energy**

The operations of your company are not energy-intensive. The company is conserving energy by using energy efficient computer terminals and equipment and electrical fittings. Your company is always in the lookout for newer and efficient energy conservation technologies and introduces them appropriately.

**2. Research and Development (R & D)**

Research and Development of new products features for existing products are explored continuously during the course of software design and development that enhances productivity to users.

Your company is continuously strengthening its research exposure in application and system development areas. Your company has set up practice units for web-related technologies and object and component technologies. Your company helps its customers creating a world standard virtual workplace connecting across offices, geographies, on a real time with multimedia linkups.

**3. Technology absorption, adaptation and Innovation**

Your company has taken steps to improvise on existing technologies and enhancing the same to emerging technologies.

Your company has over the past period, set up communication facilities and marketing offices situated in North America. Your company is continuously making efforts to establish new relationships to improvise the operations of the company.

**4. Foreign Exchange inflow and outflow for the year ended**

	(Rs. in Lacs)	
	<b>2012-13</b>	<b>2011-12</b>
Foreign Exchange inflow	214.83	33.78
Foreign Exchange Outgo	0.05	--

**REPORT ON CORPORATE GOVERNANCE:**

**1. Company's Philosophy on Corporate Governance:**

Corporate Governance is more a way of Business life than a mere legal compulsion. Your Company believes that, though its primary focus is on the core objective of earning profits, the same should be aligned with the expectations of stakeholders. In this direction, the Board of Directors of your Company is committed to adopt good corporate governance practice as a part of the corporate culture, a way of its corporate life and a kind of self-disciplinary code designed to serve the ultimate goal of making the Company a value driven Organization.

**1. Board of Directors (Board)**

The Board consists of 7 members comprising:

3 Executive Directors:

4 Independent & Non-Executive Directors

**Attendance Record 2012-13**

S.No	Name of the Director	Category	Meetings Attendance	Attendance at Last AGM on 29-09-2012
1	Sri.P.C.Pantulu	Executive	6	Yes
2	Sri.K.S.Shiva Kumar	Executive	6	Yes
3	Sri.P.Chandra Sekhar	Executive	6	Yes
4	Sri K.K.Rao	Independent	1	No
5	Sri.K.Shankar	Independent	2	No
6	Sri.Pawan Kumar Kasera	Independent	3	No
7	Dr.D.Jayarami Reddy	Independent	2	No

**Number of other Directorships, Committee Membership(s) & Chairmanship(s):**

Sl.No	Name of the Director	Other Directorship	Committee Membership	Committee Chairmanship
1	Sri P.C. Pantulu	2	1	1
2	Sri K.S. Shiva Kumar	1	1	Nil
3	Sri K.K. Rao	None	1	Nil
4	Sri Shankar Khasnis	None	2	1
5	Sri Pawan Kumar Kasera	7	2	1
6	Sri P Chandra Sekhar	5	Nil	Nil
7	Sri D J Reddy	None	2	Nil



**Number of Board Meetings held and the date on which held:**

Six Board Meetings were held during the year as against the minimum requirement of four meetings. The gap between two Board meetings was not more than 3 months at any time.

The dates of Board meeting held during the year under review are:

S.No	Date	Time	Place
1	30/05/2012	10.00 AM	Corporate Office
2	13/08/2012	10.00 AM	Corporate Office
3	29/09/2012	10.00 AM	Corporate Office
4	14/11/2012	10.00 AM	Corporate Office
5	08/01/2013	11.00 AM	Corporate Office
6	14/02/2013	11.00 AM	Corporate Office

**3. Audit Committee:**

The Board of Directors of the Company Constituted Audit Committee consisting of the following Directors, with the role and responsibilities duly defined and in accordance with the applicable statutory and other requirements. During the year, in all, 3 meetings of the Committee took place and the Audit Committee comprises of the following Directors.

- 1) Mr.Pawan Kumar Kasera                      Chairman
- 2) Dr.D.Jayarami Reddy                      Member
- 3) Mr.K K Rao                                      Member

**4. Remuneration of Directors & Remuneration Committee:**

Other than whole-time Directors, no other Director receives any remuneration from the Company excepting Sitting Fees for attending the Board Meetings. The details of remuneration paid to the whole-time Directors is mentioned in Schedule 12 read with notes on accounts 14 (12) (iii) to the Balance Sheet of the Company.

The Board of Directors of the Company constituted Remuneration Committee consisting of the following Directors, with the role and responsibilities duly defined and in accordance with the applicable statutory and other requirements.

- a) Composition, Name of the Chairman and Members:
  - 1) Mr.P.C.Pantulu                      - Chairman
  - 2) Mr. Pawan Kumar Kasera      - Member
  - 3) Mr. Shankar Khasnis              - Member

b) Attendance during the year

The remuneration Committee had met once during the year and all the members of the Committee were present at the meeting.

**5. Shareholders' Grievance Committee:**

The Shareholders' Grievance Committee constituted by the Board of Directors and comprising Mr. Shankar Khasnis (Chairman) Mr. D.J.Reddy and Mr.K.S.Shiva Kumar, inter-alia oversees the transfer of shares and redressal of shareholders/ Investors grievances and complaints.

All the complaints received are replied to the satisfaction of shareholders during the year under review and there are no outstanding complaints as on 31st March 2013.

**6. General Body Meetings:**

Location and time for the last 3 Annual General Meetings were:

Year	Location	Date	Time
2009-10	1-8-1/B/25/A Sundaraya Vignan Kendra, Baghlingampally, Hyderabad-44	24.09.2010	10.00 A.M.
2010-11	Belsons Taj Mahal Hotel, IV Floor, 82, Main Guard Road, Behind MCH Swimming Pool, Secunderabad. 500003	30.09.2011	10.00 A.M
2011-12	Belsons Taj Mahal Hotel, IV Floor, 82, Main Guard Road, Behind MCH Swimming Pool, Secunderabad. 500003	29.09.2012	10.00 A.M

**7. Disclosures:**

Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature with the promoters, the Directors or the management, their subsidiaries or relatives etc., that may have potential conflict with the interest of the Company at large -

None of the transactions with any of the related parties were in conflict with the interest of the Company.

Details of non-compliance by the Company, penalties, and strictures imposed on the Company by the Stock Exchanges or The Securities and Exchange Board of India(SEBI) or any other statutory authority on any matter related to the Capital Markets during the last 4 years.

Due to procedural difficulties, the scrip was suspended for trading on the BSE for the period of 5 (FIVE) days from October 11, 2012 to October 17, 2012.

**8. Means of Communication:**

Un-audited Quarterly results have been approved by the Board and were intimated to the Stock Exchanges and were published in Business Standard and Andhra Prabha. Management Discussion and Analysis Report forms part of Annual Report.

**General Shareholders Information:**

Annual General Meeting	:	Date : 30-09-2013 Time: 10.00 A.M. Venue: Hotel Taj Tristar, "SAFFRON", 1-1-40, Seven Hills, Sarojini Devi Road, Secunderabad. 500003
Financial Calendar	:	01.04.2012 to 31.03.2013
Date of Book Closure	:	28-09-2013 To 30-09-2013 (Both days inclusive)
Listing on Stock Exchanges	:	1. The Bombay Stock Exchange Limited 2. The Bangalore Stock Exchange Limited 3. Luxembourg Stock Exchange
Stock Code	:	532271 on BSE

**Market Price Date:**

Month	High -Price	Low-Price
Apr-12	0.94	0.78
May-12	0.82	0.68
Jun-12	0.87	0.73
Jul-12	0.89	0.75
Aug-12	0.80	0.66
Sep-12	0.77	0.58
Oct-12	0.73	0.58
Nov-12	0.7	0.59
Dec-12	0.74	0.61
Jan-13	0.73	0.55
Feb-13	0.75	0.47
Mar-13	0.73	0.53

Source : www.bseindia.com

<b>Registrar/ Share Transfer Agents</b>	:	Aarathi Consultants (p) Ltd 1-2-285, Domalguda, Hyderabad-500029. Ph:040-27634445/8111/27642217 Fax No.040-27632184 Email:Info@aarthiconsultants.com url:www.aarthiconsultants.com.
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**Share Transfer System:**

Shares are received at the Registered office of the Company as well as directly at Registrar's Office. All are registered within 15 days from the date of receipt, if the documents submitted are found in order in all respects. A Committee of Directors authorized for approval of share transfers meets at regular intervals as required and the certificates duly endorsed for transfer are returned to shareholders within stipulated time of 30 days.

**DISTRIBUTION OF SHAREHOLDING:**

The distribution of shareholding as on 31st March 2013 was as follows:

<b>Category</b>	<b>No. Of Shares</b>	<b>Percentage</b>
Promoters	821463	1.31
Financial Institutions & Banks	200	0.00
FII/FCBs	4300	0.01
Bodies Corporate	4841958	7.74
NRIs	2957707	4.73
Overseas Corporate Bodies	16200	0.03
Trusts	100	0.00
Clearing Members	11343	0.02
Resident Individuals	53888691	86.16
<b>Total</b>	<b>62541962</b>	<b>100</b>

**Dematerialization of shares as on 31.03.2013:**

<b>Particulars</b>	<b>Number of Shares</b>	<b>% of Share Capital</b>
CDSL	19043987	30.45
NSDL	42895411	68.59
PHYSICAL	602564	0.96
<b>TOTAL</b>	<b>62541962</b>	<b>62541962</b>

**Address for Correspondence:**

Shareholders can correspond at the Registered Office of the Company at Secunderabad, addressed to the Company Secretary/Compliance Officer or to the Registrars & Share Transfer Agents, whose address has been mentioned elsewhere in this Report.

**CEO and CFO Certification**

We, P.C.PANTULU, Managing Director, P.CHANDRA SEKHAR, Executive Director, responsible for the finance function certify that :

- a) We have reviewed the financial statements and cash flow statement and Directors Report for the year ended 31st March, 2013 and to the best of our 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) To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2013 are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial

reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.

- d) i) There has not been any significant change in internal control over financial reporting during the year under reference;
- ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
- iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Sd/-  
**P.C.PANTULU**  
MANAGING DIRECTOR  
& CEO

Sd/-  
**P.CHANDRA SEKHAR**  
DIRECTOR FINANCE  
& CFO

Place: Hyderabad  
Date: 29.08.2013

**AUDITORS CERTIFICATE REGARDING  
CORPORATE GOVERNANCE**

**To**  
**The Members of Cybermate Infotek Ltd,**  
**Secunderabad.**

We have examined the compliance of conditions of corporate governance by Cybermate Infotek Limited for the year ended on 31.03.2013 as stipulated in clause 49 of the Listing Agreement of the said company with stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of 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 the above-mentioned listing agreement.

We state that generally no Investor Grievances are pending for a year exceeding one month against the company as per the records maintained by the shareholders/Investors Grievance Committee.

We further state that such compliance is neither an assurance as to the future viability of the

company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For P. MURALI & CO.,  
CHARTERED ACCOUNTANTS  
FRN NO: 007257S

Sd/-  
P.MURALI MOHANA RAO  
PARTNER  
M.No.23412

DATE: 29th May 2013  
PLACE: Hyderabad

**INDEPENDENT AUDITORS' REPORT**

To  
The Members,  
Cybermate Infotek Limited.

**Report on the Financial Statements:**

We have audited the accompanying financial statements of Cybermate Infotek Limited "the Company", which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss for the year ended, and Cash flow statement and summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements:**

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

**Auditor's Responsibility:**

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

**Opinion:**

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

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

For P. MURALI & CO.,  
CHARTERED ACCOUNTANTS  
FRN NO: 007257S

Sd/-  
P.MURALI MOHANA RAO  
PARTNER  
M.No.023412

Place : Hyderabad  
Date: 29th May 2013

**ANNEXURE TO THE AUDITOR'S REPORT:**

- I. a) The Company has maintained proper records showing full particulars including quantitative details and situation of its Fixed Assets.
- b) As explained to us, the fixed assets have been physically verified by the management reasonable intervals and no discrepancies between the book records and the physical inventory have been noticed on such verification.
- c) During the year, the Company has not disposed off major fixed assets.
- II. The Company does not have any inventory. Accordingly, the provisions of clause 4(ii) of the Order are not applicable.
- III. a) The Company has not granted any loans, secured or unsecured to Companies, Firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- b) As the Company has not granted any loans, the Clause of whether the rate of interest & other terms and conditions on which loans have been granted to parties listed in the register maintained under Section 301 prejudicial to the interest of company, is not applicable.
- c) As no loans are granted by company, the clause of receipt of interest & principal amount from parties, is not applicable to the company.
- d) No loans have been granted to Companies, Firms and other parties listed in the register U/S 301 of the Companies Act, 1956. Hence, overdue Amount of more than rupees one Lac does not arise and the clause is not Applicable.
- e) The Company has taken Interest Free unsecured loans from Parties covered in the register maintained U/s.301 of the Companies Act, 1956.
- f) The Company is not regular in repayment of the Loans taken from the parties mentioned in register maintained U/s.301 of the Companies Act, 1956.
- IV. In our opinion and according to the information and explanation given to us, there are generally adequate internal controls commensurate with the size of the Company and the nature of its business with regard to purchases of fixed assets and for sale of goods and services. There is no continuing failure by the Company to correct any major weaknesses in internal control.
- V. a) In our opinion and according to the information and explanations given to us, since no contracts or arrangements referred to in section 301 of the Companies Act, 1956 have been made by the Company in respect of any party in the financial year, the entry in the register U/s. 301 of the Companies Act, 1956.
- b) According to the information and explanations given to us, as no such contracts or arrangements made by the



Company, the applicability of the clause of charging the reasonable price having regards to the prevailing market prices at the relevant time does not arise.

VI. The Company has not accepted any deposits from the public and hence the applicability of the clause of directives issued by the Reserve Bank of India and provisions of section 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under does not arise. As per information and explanations given to us the order from the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal has not been received by the Company.

VII. In our opinion, the company is having internal audit system, commensurate with its size and nature of its business.

VIII. In respect of the Company, the Central Government has not prescribed maintenance of cost records under clause (d) of Sub Section (1) of Section 209 of the Companies Act, 1956.

IX. a) The Company is not regular in depositing following statutory dues with the appropriate [authorities and at the end of last financial year.

Nature of due	Amount Rs.
Provident Fund	4,82,198/-
TDS Payable	9,70,244/-
Professional Tax Payable	1,04,600/-
Service Tax Payable	5,14,598/-

b) According to the information and explanations given to us, there are disputed amounts that are payable in respect of Income Tax as at the end of the period, for a period more than six months from the date they became payable.

Name of the Statute	Assessment Year	Amount Rs.	Forum where dispute is Pending
Income Tax	2008-09	6.97 Crores	Appeal

X. The Company has been registered for a period of not less than 5 years, and the company has no accumulated losses at the end of the financial year and the company has not incurred cash losses in this financial year and in the immediately preceding financial year.

XI. According to information and explanations given to us, the Company has defaulted in repayment of dues to financial Institutions or banks.

Dues to Financial Institutions as of 31st March 2013	Rs.
State Bank of Travancore - Term loan	83,10,006/-
Dewan Housing Finance LTD - lease rent discounting	2,24,53,291/-
<b>Total</b>	<u>3,07,63,297/-</u>

XII. According to the information and explanations given to us, the Company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities and hence the applicability of the clause regarding maintenance of adequate documents in respect of loans does not arise.

- XIII. This clause is not applicable to this Company as the Company is not covered by the provision of special statute applicable to Chit Fund in respect of Nidhi/Mutual Benefit Fund/Societies.
- XIV. According to the information and explanations given to us, the Company is not dealing or trading in shares securities, Debentures and other investments and hence the provisions of clause 4 (xiv) of the Companies (Auditor's Report) Order 2003, are not applicable to the Company.
- XV. According to the information explanations given to us, the Company has not given any guarantee for loans taken by others from Banks or Financial Institutions, and hence the applicability of this clause regarding terms and conditions which are prejudicial to the interest of the Company does not arise. In our opinion, the terms and conditions on which the Company has given guarantees for loans taken by others from banks or financial institutions are not prejudicial to the interest of the Company.
- XVI. According to the information and explanations given to us, the Term Loans obtained by the company were applied for the purpose for which such loans were obtained by the company.
- XVII. According to the information and explanations given to us, the Company has not used short term funds for long term Investment.
- XVIII. According to the information and explanation given to us, the Company has not made preferential allotment to parties covered in the Register maintained Under Section 301 of the Companies Act, 1956. Hence this clause is not applicable.
- XIX. According to the information and explanations given to us, the Company has not issued debentures and hence the applicability of the clause regarding the creation of security or charge in respect of debentures issued does not arise.
- XX. According to information and explanations given to us, the Company has not raised any money by way of public issues during the year; hence the clause regarding the disclosure by the management on the end use of money raised by Public Issue is not applicable.
- XXI. According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year under audit.

For P. MURALI & CO.,  
CHARTERED ACCOUNTANTS  
FRN NO: 007257S

Sd/-  
P. MURALI MOHANA RAO  
PARTNER  
M.No.023412

PLACE: Hyderabad  
DATE : 29-05-2013

## BALANCE SHEET AS AT 31st MARCH, 2013

PARTICULARS	Note No	31-03-2013	31-03-2012
		Rs.	Rs.
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	1	625,419,620	625,419,620
(b) Reserves and Surplus	2	405,038,504	404,448,000
<b>(2) Share application money pending allotment</b>	3	99,000,000	99,000,000
<b>(3) Non-Current Liabilities</b>			
(a) Long-Term Borrowings	4	30,763,297	34,918,485
(b) Defferred Tax Liabilities (Net)	5	11,259,874	17,349,054
<b>(4) Current Liabilities</b>			
(a) Short-term Borrowings	6	521,379	7,000,000
(b) Trade Payables	7	34,293,540	27,390,483
(c) Other Current Liabilities	8	12,112,405	3,704,697
(d) Short-Term Provisions	9	8,623,807	-
<b>TOTAL</b>		<u>1,227,032,427</u>	<u>1,219,230,339</u>
<b>II. Assets</b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets			
(i) Tangible Assets	10	23,778,422	26,549,910
(ii) Intangible Assets	11	38,403,500	49,581,295
(iii) Capital work-in-progress		367,399,890	367,399,890
(iv) Intangible assets under development		-	11,617,904
(b) Non-Current Investments	12	208,921,219	261,126,524
(c) Other Non-Current Assets	13	22,623,146	28,278,933
<b>(2) Current assets</b>			
(a) Current Investments	14	34,435	-
(a) Inventories	15	267,886,500	267,886,500
(b) Trade Receivables	16	270,792,509	174,756,000
(c) Cash and Cash Equivalents	17	2,775,831	700,724
(d) Short Term Loans and Advances	18	24,416,975	31,332,659
<b>TOTAL</b>		<u>1,227,032,427</u>	<u>1,219,230,339</u>

The Accompanying Notes are an Integral part of the Financial Statements

AS PER OUR REPORT OF EVEN DATE

For and on behalf of the Board of Directors

For. P.Murali & Co.,  
Firm Regn. No. 007257S  
Chartered Accountants  
Sd/-

Sd/-  
P.C Pantulu  
Managing Director  
Sd/-  
P.Chandra Sekhar  
Director

Sd/-  
K.S.Shiva Kumar  
Director

P. Murali Mohana Rao  
Partner  
M.No. 023412

Place: Hyderabad  
Date : 29th May 2013

**PROFIT AND LOSS STATEMENT FOR THE PERIOD ENDED 31st MARCH, 2013**

PARTICULARS	Note No	31-03-2013 Rs.	31-03-2012 Rs.
<b>INCOME</b>			
Revenue from operations	19	123,762,672	121,831,000
Other Income	20	7,500,254	5,641,000
<b>Total Revenue</b>		<b><u>131,262,926</u></b>	<b><u>127,472,000</u></b>
<b>EXPENSES</b>			
Changes in Inventories	21	-	34,972,356
Employee Benefit Expenses	22	31,832,103	9,816,000
Administrative & Other Operative Expenses	23	65,733,838	53,054,598
Financial costs	24	7,551,266	2,969,562
Depreciation and Amortization Expenses	10 & 11	25,567,187	25,269,031
<b>Total Expenses</b>		<b><u>130,684,394</u></b>	<b><u>126,081,547</u></b>
Profit before Exceptional and Extraordinary items and Tax		578,532	1,390,453
Extraordinary Items / prior period adjustment		-	(15,444,378)
Profit Before Tax		578,532	(14,053,925)
Tax Expense:			
(1) Current tax		6,077,208	-
(2) Deferred tax		6,089,180	(5,038,323)
Profit/(Loss) After Tax		<b><u>590,504</u></b>	<b><u>(9,015,602)</u></b>
Earning per Share:			
(1) Basic		0.01	(0.14)
(2) Diluted		0.01	(0.14)

The Accompanying Notes are an Integral part of the Financial Statements

AS PER OUR REPORT OF EVEN DATE

For and on behalf of the Board of Directors

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

Sd/-  
P.C Pantulu  
Managing Director  
Sd/-  
P.Chandra Sekhar  
Director

Sd/-  
K.S.Shiva Kumar  
Director

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

Place: Hyderabad  
Date : 29th May 2013

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2013**

Particulars	Current Year Amount in Rs.	Previous Year Amount in Rs.
<b>I. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit Before Tax	578,532	(14,053,926)
<b>Adjustments for :-</b>		
Depreciation	25,567,187	25,269,031
Financial Cost	7,352,966	2,969,562
Miscellaneous Expenses W/off	5,655,787	3,142,104
<b>Operating cash flow before working capital changes</b>	<b>39,154,472</b>	<b>17,326,771</b>
(Increase) / Decrease in Inventory	-	34,972,356
(Increase) / Decrease in Trade Receivables	(96,036,509)	(102,888,120)
(Increase) / Decrease in Short Term Loans and Advances	6,915,684	3,493,888
Increase / (Decrease) in Short Term Borrowings	(6,478,621)	5,933,800
Increase / (Decrease) in Trade Payables	6,903,057	(46,977,565)
Increase / (Decrease) in Other Current Liabilities	8,407,708	(53,561,000)
Increase / (Decrease) in Short Term Provisions	2,546,599	(10,523,003)
<b>CASH GENERATED FROM OPERATIONS</b>	<b>(38,587,609)</b>	<b>(152,222,873)</b>
Less : Income Tax Paid	-	-
<b>CASH GENERATED FROM OPERATING ACTIVITIES --A</b>	<b>(38,587,609)</b>	<b>(152,222,873)</b>
<b>II. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of fixed Assets	-	-
Decrease in Non Current Investments	52,205,305	42,357,462
Increase in Current Investments	(34,435)	
<b>NET CASH AVAILABLE FROM INVESTING ACTIVITIES -B</b>	<b>52,170,870</b>	<b>42,357,462</b>
<b>III. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Increase / Repayment of Loan	(4,155,188)	(8,169,343)
Long term Provisions	-	22,387,378
Interest Paid	(7,352,966)	(2,969,562)
Share Application Money pending allotment	-	99,000,000
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>(11,508,154)</b>	<b>110,248,473</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>2,075,107</b>	<b>383,062</b>
<b>Add : Opening balance of Cash &amp; Cash Equivalents</b>	<b>700,724</b>	<b>317,662</b>
<b>Closing balance of Cash &amp; Cash Equivalents</b>	<b>2,775,830</b>	<b>700,724</b>

The Accompanying Notes are an Integral part of the Financial Statements

AS PER OUR REPORT OF EVEN DATE

For and on behalf of the Board of Directors

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

Sd/-  
P.C Pantulu  
Managing Director  
Sd/-  
P.Chandra Sekhar  
Director

Sd/-  
K.S.Shiva Kumar  
Director

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

Place: Hyderabad  
Date : 29th May 2013

**AUDITORS CERTIFICATE**

To, The Board of Directors  
Cybermate Infotek Limited, Secunderabad

We have examined the attached Cash Flow Statement of M/s. Cybermate Infotek Limited, for the year ended 31st March 2013. The statement has been prepared by the company in accordance with the requirements of Clause 32 of listing agreement with Hyderabad, Mumbai and Bangalore Stock Exchanges and is based on and in agreement with the corresponding Profit & Loss A/c. Balance Sheet of the Company covered by our report of 23rd August 2013 to the members of the Company.

For P. MURALI & CO.,  
CHARTERED ACCOUNTANTS  
FRN NO: 007257S

Sd/-  
P.MURALI MOHANA RAO  
PARTNER  
M.No.23412

DATE: 29th May 2013  
PLACE: Hyderabad

## Significant Accounting Policies

### 1. Basis of preparation of financial statements:

The financial statements have been prepared to comply in all material respects in with the Indian Generally Accepted Accounting Principles (IGAAP) in India under the historical cost basis. IGAAP comprises mandatory accounting standards as specified in Companies Accounting Standards notified under Companies (Accounting Standards ) Rules, 2006, (as amended), and relevant provisions of Companies Act, 1956. The financial statements are prepared under the historical cost convention and accrual basis as a going concern i.e with revenues and expenses recognized on accrual basis with the exception of insurance claims, export incentives, interest on calls in arrears and interest on overdue receivables which are accounted for on cash basis.

### 2. Use of estimates

The preparation of the financial statements in conformity with Generally Accepted Accounting Practices requires Management to make estimates and assumptions that affect the reported Assets and Liabilities and disclosures relating to contingent assets and liabilities as at the date of the Financial Statements and reported amounts of Income and Expenses during the period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

### 3. Revenue recognition

Revenue from the software development on time and material contracts is recognized based on the software developed and billed in accordance with the terms and specific contracts. Revenue from a fixed price contract is recognized on the basis of milestones achieved in the performance of the contracts on a percentage completion basis.

### 4. Fixed Assets and Depreciation

Fixed Assets are stated at cost less depreciation. Cost includes freight, installation costs, duties and taxes and other incidental expenses incurred during the construction / installation.

Depreciation on Fixed Assets has been provided on the Straight Line Method and at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956 on a single-shift working basis. Depreciation is charged on a pro rata basis.

An intangible asset is recognized, when it is probable that the future economic benefits attributable to the assets will flow to the enterprise and where its cost can be reliably measured. The company frequently expends resources, and incurs liabilities, on the acquisition, development, maintenance and enhancement of intangible resources such as scientific or technical knowledge, design and implementation of new process or systems, license, intellectual property, market

knowledge and trademarks in order to make software's and brands. Intangible assets are recorded as per AS26 of IGAAP.

Intangible assets are amortized as per AS 26 of IAS. The useful life of all the intangible assets was taken accordingly as follows:

For Intangible Fixed Assets the useful life is taken as 10 years and which is within the limit mentioned in the AS - 26.

For the Web Development the useful life is taken as 4 years and which is within the limit mentioned in the AS 26.

### **5. Expenditure**

The cost of software user licenses purchased for software development and the rendering of IT services is charged to revenue in the year the software is acquired at the time of acquisition. Provisions are made for all known losses and liabilities, future unforeseeable circumstances that may affect the profit on fixed-price software development contracts and also towards likely expenses for providing post-sales client support.

### **6. Investments**

Long term investments are stated at cost. However, provision for diminution is made to recognise any decline, other than temporary, in the value of long term investments. Current Investments are stated at the lower of cost and fair value.

### **7. Inventories.**

Software Products/ Projects in process are stated at cost. Development Costs of products are amortized over a period of five years or earlier on the basis of Management's evaluation.

### **8. Retirement benefits.**

Gratuity liability towards existing eligible employees will be met by the contribution made to the fund administered by LIC, The company has settled the employees dues from its resources who left the services of the company. Hence, during the year no contributions were made in the current year.

### **9. Foreign currency transactions Initial Recognition**

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of transaction.

#### **Conversion**

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

### **Exchange Differences**

Exchange differences arising on the settlement of monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial expenses in the year in which they arise.

### **Exchange Contracts not intended for trading or speculation purposes**

The premium or discount arising at the inception of forward exchange contracts is amortized as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the year.

## **10. Income Tax**

Provision for Income Tax, comprising current tax and deferred tax, is made on the basis of the results of the year.

In Accordance with Accounting Standard 22 Accounting for Taxes on Income, issued by the Institute of Chartered Accountants of India, the deferred tax for timing differences between the book and the tax profits for the year is accounted for using the tax rates and laws that have been enacted or substantively enacted as of the balance sheet date.

Deferred tax assets arising from temporary timing differences are

recognized to the extent there is a reasonable certainty that the assets can be realized in the future.

## **11. Earnings per share**

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

## **12. Cash flow statement**

Cash flows are reported taking the indirect method, wherein net profit before tax is adjusted for the transactions of non-cash nature and others or other accruals of past or future receipts and / or payments. The cash flows from regular revenue generating, investing and financing activities of the company are segregated.



Notes to Financial Statements for the Year ended 31th March, 2013

Note No 1 : SHARE CAPITAL

S.No.	Particulars	31-03-2013	31-03-2012
a	Equity Share Capital		
	(a) Authorised	-	-
	( No. of Shares 8,50,00,000 - Current Year )	<b>850,000,000</b>	
	( No. of Shares 8,50,00,000 - Preious Year )		<b>850,000,000</b>
	(b) Issued	-	-
	( No. of Shares 6,25,41,962 - Current Year )	<b>625,419,620</b>	
	( No. of Shares 6,25,41,962 - Previous Year )		<b>625,419,620</b>
	(c) Subscribed & Fully Paid Up	-	-
	( No. of Shares 6,25,41,962 - Current Year )	<b>625,419,620</b>	
	( No. of Shares 6,25,41,962 - Previous Year )		<b>625,419,620</b>
	<b>Total Equity Share capital</b>	<b>625,419,620</b>	<b>625,419,620</b>
b	<b><u>A Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:</u></b>		
	<b>Equity Shares of Rs.10Each, Fully paid up</b>		
	At the Beginning	62,541,962	62,541,962
	Issued during the year - Cash Issue	-	-
	Forfeited / Bought Back during the year	-	-
	At the end	<b>62,541,962</b>	<b>62,541,962</b>
	<b><u>Details of Shareholder holding more than 5% shares of the company:</u></b>		
	<b>Equity Shares of Rs. 10 each Held By</b>	<b>% of Share Holding</b>	
		Nil	Nil

Note No 2 : RESERVES AND SURPLUS

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	<b>RESERVES AND SURPLUS</b>		
	a) Securities Premium Reserve		
	As at the commencement of the year	85,710,000	85,710,000
		85,710,000	85,710,000
	b) General Reserves		
	As at the commencement of the year	35,006,187	35,006,187
	Add: Additions during the year	-	-
	Less: Utilised during the year	-	-
		35,006,187	35,006,187
	c) Surplus :		
	Opening Balance - Profit and Loss Account	283,731,813	292,747,415
	Add: Transfer from Profit & Loss Account	590,504	(9,015,602)
	Less: Transfer To General Reserve	-	-
		284,322,317	283,731,813
	<b>Total Reserves and Surplus</b>	<b>405,038,504</b>	<b>404,448,000</b>

**Note No. 3 : SHARE APPLICATION MONEY PENDING ALLOTMENT**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	Share Application Money	99,000,000	99,000,000
	<b>Total Share Application Money Pending Allotment</b>	<b>99,000,000</b>	<b>99,000,000</b>

**Note No 4 : LONG TERM BORROWINGS**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	Long Term borrowings		
	a) Term loans:		
	From banks:		
	Secured Loans - Refer Note No 4(a)	8,310,006	15,718,485
	From other parties:		
	Secured - Refer Note No 4(b)	22,453,291	19,200,000
	<b>Note No. 4(a):</b> Rupee Term Loan from State Bank of Travancore is secured by a first charge on the fixed assets of the Company viz Computers, laptops, regular servers, dot net servers, oracle servers, UPS, Batteries, Windows Operating System, Oracle Software Licence, Communication Equipments, Office Equipment, Furniture and Fixtures etc, existing and proposed to be acquired for the expansion of the project and Collateral security on Equitable Mortgage of property of Sri P.C.Pantulu, Managing director of the Company. Personal Guarantee of Mr. P.C.Pantulu, M.D and Mr. P.Chandra Sekhar, Director:		
	<b>Note No.4(b):</b> Rupee Lease Rental Finance from DHFL is primarily secured by the assignment of the Rent receivables, collateral security by first charge on the property of the Company.		
	<b>Total Long Term Borrowings</b>	<b>30,763,297</b>	<b>34,918,485</b>

**Note No 5 : DEFERRED TAX LIABILITY ( NET )**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	Opening Deferred tax Liability	17,349,054	-
	Add:		
	Deferred Tax Asset for the year	6,089,180	17,349,054
	<b>Gross Deferred tax Liability</b>	<b>11,259,874</b>	<b>17,349,054</b>
	<b>Deferred Tax Liability/ ( Asset ) - Net</b>	<b>11,259,874</b>	<b>17,349,054</b>

**Note No 6 : SHORT TERM BORROWINGS.**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	Short term borrowings		
	a) Loans and advances from Related parties Unsecured	521,379	7,000,000
	<b>Total Short term Borrowings</b>	<b>521,379</b>	<b>7,000,000</b>

**Note No 7 : TRADE PAYABLES**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	a) Trade Payables	34,293,540	27,390,483
	<b>Total Trade Payables</b>	<b>34,293,540</b>	<b>27,390,483</b>

**Note No 8 : OTHER CURRENT LIABILITES**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	a) Other Payables	12,112,405	3,704,697
	<b>Total other current liabilities</b>	<b>12,112,405</b>	<b>3,704,697</b>

**Note No 9 : SHORT TERM PROVISIONS**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	a) Statutory Liabilities	2,546,599	-
	b) Current year provision for tax	6,077,208	
	<b>Total short term provisions</b>	<b>8,623,807</b>	<b>-</b>

**NOTE NO : 10 & 11  
FIXED ASSETS AS ON 31st MARCH, 2013**

Name of Asset	As on Additions during the year		Gross Block Sale/ Deletions During the year		As on 31.03.13		Dep. As on 01.04.2012		Depreciation/Amortization Dep. for the Period		Total Depreciation		Net Block As on 31.03.13		Net Block As on 31.03.12	
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
1 LAND	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2 BUILDING	24,131,497	-	-	24,131,497	6,090,959	393,343	6,484,303	17,647,194	18,040,538							
3 PLANT & MACHINERY	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
4 ELECTRICAL EQUIPMENT	5,313,777	-	-	5,313,777	2,713,694	375,684	3,089,378	2,224,399	2,600,083							
5 LABORATORY EQUIPMENT	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
6 OFFICE EQUIPMENT	1,870,453	-	-	1,870,453	1,087,853	118,400	1,206,253	664,200	782,600							
7 COMPUTERS	43,680,832	-	-	43,680,832	42,449,541	1,231,291	43,680,832	-	1,231,291							
8 FURNITURE	9,366,547	-	-	9,366,547	5,531,012	592,906	6,123,919	3,242,628	3,835,535							
9 VEHICLES	1,153,862	-	-	1,153,862	1,093,998	59,864	1,153,862	-	59,864							
10 INTANGIBLE FIXED ASSETS	111,777,945	-	-	111,777,945	62,196,651	11,177,795	73,374,445	38,403,500	49,581,295							
11 WEB DEVELOPMENT EXPENSES	119,544,216	-	-	119,544,216	107,926,312	11,617,904	119,544,216	-	11,617,904							
<b>TOTAL</b>	<b>316,839,129</b>	<b>-</b>	<b>-</b>	<b>316,839,129</b>	<b>229,090,020</b>	<b>25,567,187</b>	<b>254,657,207</b>	<b>62,181,922</b>	<b>87,749,109</b>							

**Note No 12 : NON- CURRENT INVESTMENTS**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	Non- Current Investments		
	1) Investment in Subsidiaries		
	a) Equity Shares		
	- Cybermate Infotech Limited USA	174,753,345	218,441,682
	- Cybermate Infotech , FZE	34,067,874	42,584,842
		208,821,219	261,026,524
	b) Other non- current Investments		
	- Twin Cities Investments and Finances Ltd	100,000	100,000
	<b>Total Non - Current Investments</b>	<b>208,921,219</b>	<b>261,126,524</b>

**Note No 13 : OTHER NON - CURRENT ASSETS**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	Unamortised Expenses	22,623,146	28,278,933
	<b>Total Other Non - Current Assets</b>	<b>22,623,146</b>	<b>28,278,933</b>

**Note No 14 : CURRENT INVESTMENTS**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	<b>Current Investments-Trade &amp; Quoted</b>		
	Satyam Computers Ltd	5,900	-
	HCL Infosystems Ltd	3,665	-
	Syndicate Bank Ltd	13,175	-
	HCL Technologies Ltd	6,726	-
	APTECH LTD	1,941	-
	ITC Ltd	3,028	-
	<b>Total Current Investments-Trade &amp; Quoted</b>	<b>34,435</b>	

**Note No 15 : INVENTORIES**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	a) Work - in - Progress	267,886,500	267,886,500
	<b>Total Inventories</b>	<b>267,886,500</b>	<b>267,886,500</b>

**Note No 16 : TRADE RECEIVABLES**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	<b>Outstanding for a period exceeding six months from the date they are due for payment</b> Unsecured, Considered Good		79,702,000
		-	79,702,000
	<b>Other Receivables:</b> Unsecured, Considered Good	270,792,509	95,054,000
	<b>Total Trade Receivables - (net)</b>	<b>270,792,509</b>	<b>174,756,000</b>

**Note No 17 : CASH AND BANK BALANCES**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	Cash and cash equivalents :		
	a) Balances with banks :		
	1) On Current Accounts	69,071	227,507
	2) On Fixed Deposit Accounts	2,684,463	-
	b) Cash on hand	22,297	473,217
	<b>Total Cash and Cash Equivalents</b>	<b>2,775,831</b>	<b>700,724</b>

**Note No 18: Short term Loans and Advances**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	Advances Recoverable in cash or kind	13,024,222	19,839,906
	Inter Corporate Deposits	10,522,643	10,522,643
	Deposits with others	615,110	715,110
	Tax deducted at source	255,000	255,000
	<b>Total Short Term Loans &amp; Advances</b>	<b>24,416,975</b>	<b>31,332,659</b>

**Note No 19 : REVENUE FROM OPERATIONS**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	Revenue from operations		
	Exports	123,762,672	101,864,000
	Domestic	-	19,967,000
		<b>123,762,672</b>	<b>121,831,000</b>
	<b>Total Revenue from Operations</b>	<b>123,762,672</b>	<b>121,831,000</b>

**Note No 20 : OTHER INCOME**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	(a) Other non-operating income	7,500,254	5,641,000.00
	<b>Total Other Income</b>	<b>7,500,254.28</b>	<b>5,641,000</b>

**Note No 21 : CHANGE IN INVENTORIES & WIP.**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	<b>Work in Progress</b>		
	Work in progress at the beginning of the year	267,886,500	302,858,856
	Less : work in progress at the end of the year	267,886,500	267,886,500
	<b>(Increase) / Decrease in Inventories</b>	<b>-</b>	<b>34,972,356</b>

**Note No 22 : EMPLOYEE BENEFIT EXPENSES**

S.No.	Particulars	31-03-2013 Rs.	31-03-2012 Rs.
I	<b>(a) Salaries &amp; Wages</b>	31,832,103	9,816,000
	<b>Total Employee Benefit Expenses</b>	<b>31,832,103</b>	<b>9,816,000</b>

**Note No 23 : ADMINSTRATIVE & OTHER OPERATING EXPENSES**

<b>S.No.</b>	<b>Particulars</b>	<b>31-03-2013 Rs.</b>	<b>31-03-2012 Rs.</b>
I	(a) Telephone, Postage and Others	197,597	317,156
	(b) Business Promotion Expenses	33,055	200,219
	(c) Travelling & Conveyance	696,961	529,302
	(d) Office Maintenance	715,988	272,613
	(e) Printing & Stationery Expenses	105,749	281,985
	(f) Security Charges	77,449	132,360
	(g) Rent	660,000	660,000
	(h) Managerial Remuneration	3,540,000	3,540,000
	(i) Electricity & Water	350,549	749,804
	(j) RTA & Secretarial Expenses	529,523	300,061
	(k) Professional Consultancy fee	273,875	285,105
	(l) Director Sitting Fee	-	27,500
	(m) Miscellaneous Expenses W/off	5,655,787	3,142,104
	(n) AGM Expenses	26,700	10,985
	(o) Insurance	17,869	946
	(p) Audit Fee	200,000	224,720
	(q) Bank Charges	47,821	23,141
	(r) Exchange Fluctuation	90,304	-
	(s) Investment Written off	52,205,305	42,356,597
	(t) Prior Period Expenses	309,306	-
	<b>Total Administrative Expenses</b>	<b>65,733,838</b>	<b>53,054,598</b>

**Note No. 24 : FINANCE COST**

<b>S.No.</b>	<b>Particulars</b>	<b>31-03-2013 Rs.</b>	<b>31-03-2012 Rs.</b>
I	(a) Interest Expenses :		
	-Interest on secured Loans	7,352,966	2,969,562
	- Interest - Others	198,300	-
	<b>Total Finance Cost</b>	<b>7,551,266</b>	<b>2,969,562</b>

*(All Figures are reported in rupees except data relating to shares or unless stated otherwise)*



**Notes to Accounts :**

**25. Secured Loans:**

**(i) State Bank of Travancore:**

The term loan availed from the bank is secured by the following :

**Primary Security:**

Rupee Term Loan from State Bank of Travancore is secured by a first charge on the fixed assets of the Company viz Computers, laptops, regular servers, dot net servers, oracle servers, UPS, Batteries, Windows Operating System, Oracle Software Licence, Communication Equipments, Office Equipment, Furniture and Fixtures etc, existing and proposed to be acquired for the expansion of the project.

**Collateral Security:**

1. Equitable Mortgage of property of Sri P.C.Pantulu, Managing director of the Company.
2. Personal Guarantee of Mr. P.C.Pantulu, M.D and Mr. P.Chandra Sekhar, Director.

**(ii) DHFL (Dewan Housing Finance Corporation Limited)**

Rupee Lease Rental Finance from DHFL is primarily secured by the assignment of the Rent receivables, collateral security by first charge on the property of the Company.

**26. Prior Period Items:**

**a) Deferred Taxes**

The company has not been compliant with AS22 on Deferred Taxes till the previous accounting period. The company has commenced the compliance with the AS 22 and hence the deferred tax liability upto previous year is included as a prior period adjustment.

**b) Subsidy from Govt of Nagaland**

The company had received an amount of Rs.10 lakhs as a capital contribution for setting up of a training centre at Dimapur. The amount has been spent towards setting up of infrastructure for the training centre. Hence the carried forward balance is been transferred to revenue as prior period revenue as matching expenses were recognised in profit and loss account earlier.

**c) Security Deposit from Trainees**

The security deposits received from employees in 2000-01 under a bond were transferrable to revenue in earlier period as the trainees could not satisfy the terms and conditions of the employment bond. They had filed a petition in the High Court of Andhra Pradesh for the refunds. In accordance with the high court order dated 15th March 2010, the company has transferred the amounts to revenue as a prior period income.

27. The Company was inconsistent with requirements of the Accounting Standard 21 issued by the Institute of Chartered Accountants of India as the Overseas Subsidiary is not having any operations hence the Company is not preparing the consolidated Financial Statements.

**28. Segment Reporting:**

The entire operations of the company relate only to one segment i.e., Computer Segment.

**29. Remuneration to Statutory Auditors**

Particulars	31-Mar -2013	31-Mar -2012
As Statutory Auditors	2,00,000	2,00,000
<b>Total</b>	<b>2,00,000</b>	<b>2,00,000</b>

**30. Earnings per Share**

(Rupees)

Particulars	31-Mar -2013	31-Mar -2012
Net Profit for the year	5,90,504	(90,15,602)
Weighted average No of shares outstanding during the year	6,25,41,962	6,25,41,962
Earnings per share (Rs.)	0.01	(0.14)
Nominal Value of the Share (Rs.)	10/-	10/-

**(a) Related Party Disclosures**

SLNo	Name	Relationship
1	Mr.P.C.Pantulu	Promoter & Managing Director
2	Mr.K.S.Shiva Kumar	Promoter and Director
3	Mr.P.Chandra Sekhar	Director
4.	M/S Cybermate Infotek Ltd Inc	Wholly Owned Subsidiary In USA
5.	M/S Cybermate Infotek Ltd FZE	Wholly Owned Subsidiary In USA

**(b) Entities in which Key Management Personnel and their Relatives have control**

S.No	Name of the Related Party	Nature of Relationship
	Orchasp Energy (P) Ltd	P.Chandra Sekhar
	Orchasp Securities Ltd	P.chandra Sekhar

**(c) Transactions with Related Parties /Subsidiary companies**

(Amount Rs)

S.No	Name	31-Mar -2013	31-Mar -2012	Nature of transaction
1	Orchasp Energy (P) Ltd	Nil	Nil	None
2	Orchasp Securities (P) Ltd	20 Lakhs	Nil	ICD received

**(d) Remuneration to Key Managerial Personnel**

(Amount Rs.)

S No	Name	31-Mar -2013	31-Mar -2012
1	Mr.P.C.Pantulu	1,500,000	1,500,000
2	Mr.K.S.Shiva Kumar	960,000	960,000
3	Mr.P.Chandra Sekhar	1,080,000	1,080,000
<b>Total Employee Benefit Expenses</b>		<b>3,540,000</b>	<b>3,540,000</b>

**31.Share Application Money Pending Allotment**

The promoters of the company have advanced amounts to the company over the years and also have other receivables from the company. The promoters have offered to convert these dues to equity shares at par in the previous accounting period. The company has passed the resolution in the general meeting held on the 30th September 2011. The Company has received the Inprinciple approval of the Stock Exchange on the 30th April 2013 and the shares have been allotted on the 4th May 2013.

**32. Investment Written off**

The company is recognising diminution in value of investments in subsidiary by charging off the amounts to revenue in a systematic manner over five years. The amounts represents share application money pending allotment which has arisen on capitalising export receivables.

**33. Inter Corporate Deposit**

The balances lying in Inter corporate Deposit have not been recovered for a long period. The company has filed a winding up petition and also criminal proceedings on the debtor. The Honorable High Court of Andhra Pradesh has ordered for the winding up. The company could not recover any part of its dues so far. The Company is confident that the principal would be recovered and hence has not made any provision for non recovery of these amounts.

**34. Miscellaneous Expenses**

Miscellaneous Expenses were being written off over a period of five years commencing 2006-07. However there was an addition to Miscellaneous Expenses in the year 2008-09 and hence the balance is being written oven off over the extended period.

**35. Statutory and other Claims against the Company and Appeals**

(a) Income Tax

For the assessment year 2009-10, the Assessing Officer has passed an order making additions of Rs. 12.88 crores and raised a tax demand for Rs. 6.43 Crores. The company has preferred an appeal before the CIT (Appeals) against the additions made.

The company has fair chances of winning the case and hence no provision is made toward demand raised.

(b) Bank Guarantees

The Company has issued performance bank guarantee to M/s APGENCo under contractual obligations and has fulfilled the same to their satisfaction. There are no claims against the

company. Hence no provisions arise in this regard. The said bank guarantee was fulfilled in the subsequent period.

The company has issued a guarantee to the Assistant Commissioner of Customs for a CPWB warehouse license. There are no claims on the company on account of the same and hence no provision needs to be made.

### 36. Foreign Exchange Inflows and Outflows (INR-LAKHS)

S.No	2012-13 (Rs.)	2011-12 (Rs.)
Inflow	214.83	33.78
Outflow	0.05	----

Gain/Loss on foreign Exchange contracts

The company has overdue receivables in convertible foreign exchange. The company has not revalued the same at the balance sheet date which is not consistent with the principles laid down in AS 11. The company intends to recognize gain/loss on these receivable only on actual realization.

#### Micro, Small and Medium Enterprise.

There are no Micro, Small and Medium Enterprise, to whom the Company owes dues, which are outstanding at the Balance Sheet date, computed on unit wise basis.

#### Dues to S.S.I:

There are no dues to S.S.I units in respect of sundry creditors.

37. Debtors, Creditors, Loans and Advances are subject to confirmation and reconciliation.
38. Previous Year figures have been regrouped wherever necessary.
39. Figures are rounded off to nearest rupee.
40. The accounts for the year are prepared for the period of 12 months from 1st April 2012 to 31st March 2013.

#### Notes forming part of Accounts

For P.Murali & CO.  
Firm Regn. No. 007257S  
Chartered Accountants

For and on behalf of the Board of Directors

Sd/-  
P.Murali Mohana Rao  
Partner  
M.No: 023412  
FRN No: 007257S

Sd/-  
P.C.Pantulu  
Managing Director

Sd/-  
K.S.Shiva Kumar  
Director-Operations

Sd/-  
P.Chandra Sekhar  
Director

Date : 29th May 2013  
Place : Hyderabad.

**Balance Sheet Abstract and Company's General Business Profile**

1. Registration No

1	7	4	8	5
---	---	---	---	---

Company Identification No

L	7	2	2	0	0	A	P	1	9	9	4	P	L	C	0	1	7	4	8	5
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

State Code

0	1
---	---

Balance Sheet Date

3	1	0	3	2	0	1	3
---	---	---	---	---	---	---	---

2. Capital raised during the year (Amt. In Rs. thousands)

Accumulated Losses

N	I	L
---	---	---

Public Issue

N	I	L
---	---	---

Rights Issue

N	I	L
---	---	---

Bonus Issue

N	I	L
---	---	---

Private Placement

N	I	L
---	---	---

GDR Issue

N	I	L
---	---	---

3. Position of Mobilization and Deployment of Funds (Amount in Rs. Thousands)

Total Liabilities

1	2	2	7	0	3	2
---	---	---	---	---	---	---

Total Assets

1	2	2	7	0	3	2
---	---	---	---	---	---	---

**Sources of Funds**

Paid up Capital

6	2	5	4	1	9
---	---	---	---	---	---

Reserves and Surplus

4	0	5	0	3	8
---	---	---	---	---	---

Secured Loans

3	0	7	6	3
---	---	---	---	---

Unsecured Loans

0	5	2	1
---	---	---	---

Application of Funds

Net Fixed Assets

6	2	1	8	1
---	---	---	---	---

Investments

2	0	8	9	2	1
---	---	---	---	---	---

Net Current Assets

4	3	6	5	8	1
---	---	---	---	---	---

Misc. Expenditure

2	2	6	2	3
---	---	---	---	---

Accumulated Losses

N	I	L
---	---	---

**4. Performance of the Company (Amount in Rs. Thousands)**

Turnover Incl Other Income

1	3	1	2	6	2
---	---	---	---	---	---

Total Expenditure

1	3	0	6	8	4
---	---	---	---	---	---

Profit/(Loss) Before Tax

+	5	7	8		
---	---	---	---	--	--

Profit/(Loss) after

+	5	9	0		
---	---	---	---	--	--

TaxE.P.S

0.	0	1
----	---	---

Dividend Rate

N	I	L
---	---	---

11. Generic Names of three principal products/services of the company.

Item Code No (ITC Code)

8	5	-	0	4
---	---	---	---	---

Product Description

C	O	M	P	U	T	E	R	S	O	F	T	W	A	R	E		
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	--	--





Regd & Corp. Office 11, Sripuri Colony, Kakaguda, Karkhana, Secunderabad-500015

**PROXY FORM**

Folio No.: .....

I/We.....of.....in the district of  
.....being a Member/Members of the above named Company, hereby appoint  
Mr/ Mrs/Kum.....in the District of  
.....as my/our proxy to attend and vote for me/us on my/our behalf at the 19th Annual  
General Meeting of the Company to be held on Monday the 30th September 2013 at 10.00 am at HOTEL  
**TAJ TRISTAR, AT "SAFFRON", 1-1-40,SEVEN HILLS, SAROJINI DEVI ROAD. SECUNDERABAD.  
500003,A.P, India, and at any adjournment thereof.**

Signed.....this.....day of .....2013

Address .....  
.....  
.....

Signature.....

Note: The proxy form duly completed must be deposited at the Registered Office of the Company  
addressed to SECRETARIAL DEPARTMENT Cybermate Infotek Ltd. at Plot 11, Sripuri Colony, Karkhana,  
Secunderabad- 500015. A.P. Not less than 48 Hrs. before the time for holding the meeting. A proxy need  
not be Member.



Regd & Corp. Office 11, Sripuri Colony, Kakaguda, Karkhana, Secunderabad-500015

**ATTENDANCE SLIP**

I hereby record my presence at the 19th Annual General Meeting of the Company to be held on Monday  
the 30th September 2013 at 10.00 am at **HOTEL TAJ TRISTAR, AT "SAFFRON", 1-1-40,SEVEN HILLS,  
SAROJINI DEVI ROAD. SECUNDERABAD. 500003, A.P, India**

Full Name of the Shareholder (in block letters) .....

Signature .....

Folio No. ....

No. of Shares Held .....

Full Name of the Proxy (in block letters) .....

(to be filled if the proxy attends instead of the Member)

Signature .....

Note: Shareholders attending the meeting in person or by proxy are requested to complete the  
attendance slip and hand over at the entrance of the meeting hall





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PRINTED MATTER  
BOOK-POST

If undelivered please return to :



11, Sripuri Colony, Kakaguda, Karkhana, Secunderabad-500 015. A.P. INDIA  
Tel: +91-40-66326447/8, Fax: +91-40-66486446  
email: [info@cybermateinfotek.com](mailto:info@cybermateinfotek.com) url: <http://www.cybermateinfotek.com>