



Gauss Networks Pvt. Ltd.

ANNEXURE 'G1' 62

Tel : 0124.4377643

E-Mail : info@gaussnetworks.com

Website : www.gaussnetworks.com

BSE Annexures

ANNEXURE I

Name of the Company: Gauss Networks Pvt. Ltd.

(Rs.)

	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
	2015-16	2014-15	2013-14
Equity Paid up Capital	510,010	501,990	100,000
Reserves and surplus	154,763,963	145,769,394	(24,659)
Carry forward losses	Nil	Nil	Nil
Net Worth	155,273,973	146,271,384	75,341
Miscellaneous Expenditure	Nil	24,000	30,000
Secured Loans	Nil	Nil	Nil
Unsecured Loans	Nil	Nil	Nil
Fixed Assets	39,758,012	13,115,816	Nil
Income from Operations	53,184,818	24,548,890	254
Total Income	78,960,818	24,548,890	254
Total Expenditure	38,992,770	12,208,715	24,913
Profit before Tax	39,968,048	12,340,175	(24,659)
Profit after Tax	35,647,979	8,236,593	(24,659)
Cash profit	52,318,963	9,648,737	(24,659)
EPS	708	279	(2)
Book value	3,045	2,914	8

For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY

Name: - Mohit Agarwal

Designation - Director

DIN No - 02354274

GAUSS NETWORKS PRIVATE LIMITED

CIN : U72200HR2013PTC050200

REGD OFFICE :- 349, Phase II, Udyog Vihar, Gurgaon --122015

*All agreements contingent upon strikes, accidents and other conditions beyond our control
All contracts are subject to approval by an officer of the company, quotations are subject to change without Notice*



INDEPENDENT AUDITOR'S REPORT

To the Members of

GAUSS NETWORKS PRIVATE LIMITED

We have audited the accompanying financial statements of GAUSS NETWORKS PRIVATE LIMITED, T 6/4, DLF PHASE - III Gurgaon ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with 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.

For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY

Aneesh Khanna & Co.

517 - A, Ansal Chambers-II, 6-Bhikaji Cama Place
New Delhi - 110066, Phone : 011-41658331, Mobile: 9650273250
E-mail : aneeshkhanna@icai.org

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, 2014;
- b) In the case of the Profit and Loss Account, of the profit/ loss for the year ended on that date; and

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act. Is not applicable here.
2. As required by section 227(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) The Balance Sheet, Statement of Profit and Loss, dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet, and Statement of Profit and Loss, comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of Companies Act, 2013.
 - e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

Place: New Delhi

Date: 27/9/2014

For Aneesh Khanna & Co.

Chartered Accountants



CA. ANEESH KHANNA

(PROPRIETOR)

Membership No. : 525408

For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY



GAUSS NETWORKS PRIVATE LIMITED
Balance Sheet as at 31st March, 2014

Particulars	Note No.	Figures as at 31st March, 2014	
		Amount (₹)	
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	100,000	
(b) Reserves and Surplus	2	<u>(24,659)</u>	75,341
(2) Current Liabilities			
(a) Trade payables	3	31,000	
(b) Other current liabilities	4	<u>30,000</u>	61,000
TOTAL			<u><u>136,341</u></u>
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed assets	5	-	
(b) Other non current assets		<u>30,000</u>	30,000
(2) Current Assets			
(a) Cash and cash equivalents	6	102,610	
(b) Short term loans and advances	7	3,730	
(c) Other Current Assets	8	1	106,341
TOTAL			<u><u>136,341</u></u>
Summary of Significant Accounting Policies	9		

The accompanying notes are an integral part of the financial statements

As per our Report of even date
 For ANEESH KHANNA & CO.
 Chartered Accountants

(CA. ANEESH KHANNA)
 Firm Registration No. 025143N
 Membership No. 525408

Place : Gurgaon
 Date: 27/09/2014



For Gauss Networks Pvt. Ltd.

(Signature)

Director

(Director)

For GAUSS NETWORKS PVT. LTD.

(Signature)

DIRECTOR/AUTHORISED SIGNATORY

For Gauss Networks Pvt. Ltd.

(Signature)

Director

(Director)

For GAUSS NETWORKS PVT. LTD.

(Signature)

DIRECTOR/AUTHORISED SIGNATORY

Aneesh Khanna & Co.

517 - A, Ansal Chambers-II, 6-Bhikaji Cama Place
 New Delhi - 110066, Phone : 011-41658331, Mobile: 9650273250
 E-mail : aneeshkhanna@icai.org

GAUSS NETWORKS PRIVATE LIMITED
Profit & Loss Statement for the period 29th August 2013 to 31st March, 2014

Particulars	Note No.	Figures as at 31st March, 2014
		Amount (₹)
I Revenue from operations		254
II Total Revenue (I)		<u>254</u>
III Expenses		
Other Expenses	10	24,913
Total Expenses		<u>24,913</u>
IV Profit/(Loss) Before Exceptional & Extraordinary Items and Tax (II-III)		(24,659)
V Exceptional Items		-
VI Profit/(Loss) Before Extraordinary Items and Tax (IV-V)		(24,659)
VII Extraordinary Items		-
VIII Profit Before Tax (VI-VII)		(24,659)
Less : Tax Expenses		
Current Tax		-
Deferred Tax		-
IX Profit/(Loss) for the period from continuing operations (VII-VIII)		<u>(24,659)</u>
X Profit/(Loss) for the period (XI+XIV)		(24,659)
XI Earnings Per Equity Share :		
Basic		(2.47)
Diluted		

Summary of Significant Accounting Policies 9

The accompanying notes are an integral part of the financial statements

As per our Report of even date
For ANEESH KHANNA & CO.
Chartered Accountants

(CA. ANEESH KHANNA)
Firm Registration No. 025143N
Membership No. 525408
Place : Gurgaon
Date: 27/09/2014

For Gauss Networks Pvt. Ltd.

Aneesh Khanna

Director

(Director)

For Gauss Networks Pvt. Ltd.

Mohit Agarwal

Director

(Director)

For GAUSS NETWORKS PVT. LTD. For GAUSS NETWORKS PVT. LTD.

Aneesh Khanna

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY

DIRECTOR/AUTHORISED SIGNATORY



Aneesh Khanna & Co.

517 - A, Ansal Chambers-II, 6-Bhikaji Cama Place
New Delhi - 110066, Phone : 011-41658331, Mobile: 9650273250
E-mail : aneeshkhanna@icai.org

GAUSS NETWORKS PRIVATE LIMITED

Notes to Financial Statements for the period ended 31st March, 2014

Note - 1(a) Share Capital

Particulars	Figures as at 31st March, 2014	
	Amount (₹)	
Authorised Share Capital		
10000 Equity Shares of Rs. 10/- each	100,000	
Issued, Subscribed & Paid up Share Capital		
10000 Equity Shares of 10/- each, fully paid up	100,000	
	<u>100,000</u>	

Note - 1(b) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	Figures as at 31st March, 2014	
	Number	Amount (₹)
Shares outstanding at the beginning of the year	-	-
Shares issued during the year	10,000	100,000
Shares outstanding at the end of the year	<u>10,000</u>	<u>100,000</u>

Note - 1(c) Shareholders holding more than 5 percent equity shares.

Particulars	Figures as at 31st March, 2014	
	% of Holding	No of Share Held
Gaussian Networks Pvt. Ltd.	99.00%	9,999
Mohit Agarwal	1.00%	1

Place : Gurgaon

Date: 27/09/2014



For GAUSS NETWORKS PVT. LTD. or GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY

DIRECTOR/AUTHORISED SIGNATORY

GAUSS NETWORKS PRIVATE LIMITED

Notes to Financial Statements for the period ended 31st March, 2014

Note - 2 Reserves & Surplus

Particulars	Figures as at 31st March, 2014
	Amount (₹)
Profit & Loss Account	
Opening Balance	-
Add: Net Profit/(Net Loss) for the current year	(24,659)
Balance At the end of the year (B)	<u>(24,659)</u>

Place : Gurgaon
Date: 27/09/2014



For GAUSS NETWORKS PVT. LTD. For GAUSS NETWORKS PVT. LTD.

Anesh Khanna
DIRECTOR/AUTHORISED SIGNATORY

Manish Aggarwal
DIRECTOR/AUTHORISED SIGNATORY

GAUSS NETWORKS PRIVATE LIMITED

Notes to Financial Statements for the period ended 31st March, 2014

Note - 3 Trade Payables

Particulars	Figures as at 31st March, 2014
	Amount (₹)
Sundry creditors -for expenses	31,000
	<u>31,000</u>

Note - 4 Other Current Liabilities

Particulars	Figures as at 31st March, 2014
	Amount (₹)
Audit fees payable	20,000
Gaussian Networks Pvt. Ltd.	10,000
	<u>30,000</u>

Place : Gurgaon

Date: 27/09/2014



For GAUSS NETWORKS PRIVATE LIMITED For GAUSS NETWORKS PRIVATE LIMITED

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY

DIRECTOR/AUTHORISED SIGNATORY

GAUSS NETWORKS PRIVATE LIMITED

Notes to Financial Statements for the period ended 31st March, 2014

Note - 5 Fixed Assets

(Amount in ₹)

S.No.	Particulars	Rate of Depreciation	Gross Block			Accumulated Depreciation			Net Block
			Balance as at 01.04.2013	Additions During the Year	Sale/Adjustment during the year	Balance as at 31.03.2014	Balance as at 01.04.2013	Depreciation charge for the year	
	<u>Tangible Assets</u>	0.00%	-	-	-	-	-	-	-
	NO FIXED ASSETS	0.00%	-	-	-	-	-	-	-
	<u>Intangible Assets</u>	0.00%	-	-	-	-	-	-	-
	NO FIXED ASSETS	0.00%	-	-	-	-	-	-	-
	Total		-	-	-	-	-	-	-

Depreciation has been charged on Written Down Value Method U/S 350, Schedule XIV of Companies Act 1956 on prorata basis.

Place : Gurgaon
Date: 27/09/2014



GAUSS NETWORKS PVT. LTD.

[Signature]
DIRECTOR/AUTHORISED SIGNATORY

For GAUSS NETWORKS PVT. LTD.

DIRECTOR/AUTHORISED SIGNATORY

GAUSS NETWORKS PRIVATE LIMITED

Notes to Financial Statements for the period ended 31st March, 2014

Note - 6 Cash and Cash Equivalents

Particulars	Figures as at 31st March, 2014 Amount (₹)
Balance with banks - in current accounts	102,610
	102,610


Note - 7 Short Term Loans and Advances

Particulars	Figures as at 31st March, 2014 Amount (₹)
<u>Unsecured, Considered Good</u>	
Advance to be recoverable in cash or in kind for value to be received	3,730
	3,730

Note - 8 Other Current Assets

Particulars	Figures as at 31st March, 2014 Amount (₹)
Sundry Debtor	1
	1

Place : Gurgaon
Date: 27/09/2014


 For GAUSS NETWORKS PVT. LTD. For GAUSS NETWORKS PVT. LTD.
(Signature) *(Signature)*
 DIRECTOR/AUTHORISED SIGNATORY DIRECTOR/AUTHORISED SIGNATORY

GAUSS NETWORKS PRIVATE LIMITED

Notes to Financial Statements for the period ended 31st March, 2014

Note - 10 Other Expenses

Particulars	Figures as at 31st March, 2014 Amount (₹)
Gateway Expenses	335
Business Promotion	4,453
Audit Fees	20,000
Shipping & Handling Charges	125
	<u>24,913</u>

Place : Gurgaon
Date: 27/09/2014

For Gauss Networks Pvt. Ltd.
Anshu
Director
(Director)

For Gauss Networks Pvt. Ltd.
Mohit Agarwal
Director
(Director)



GAUSS NETWORKS PVT. LTD.
Anshu
DIRECTOR/AUTHORISED SIGNATORY

For GAUSS NETWORKS PVT. LTD.
Mohit Agarwal
DIRECTOR/AUTHORISED SIGNATORY



GAUSS NETWORKS PRIVATE LIMITED

Schedule of notes Annexed to and forming part of the Balance Sheet as at 31st March, 2014 and Profit & Loss Account for the period 29th August, 2013 to 31st March, 2014.

A) SIGNIFICANT ACCOUNTING POLICIES :

1) Basis of Accounting:

The financial statements are prepared on historical cost conventional accordance with the requirement of the Companies Act, 1956 as per Accepted Accounting policies.

2) Fixed Assets

Fixed assets are stated at their historical cost.

Depreciation on fixed Assets has been provided on written down value method (WDV) at the rates and in the manner prescribed in schedule XIV to the Companies Act 1956.

Depreciation on Lease hold has been calculated @ 13.63%.

3) Investments

There is no investment made by the company.

4) Deferred Tax Asset

Deferred Tax Asset has been created by the Company

PARTICULAR	AS PER COMPANIES ACT	AS PER INCOME TAX ACT	DIFFERENCE	DTA
DEPRECIATION	0	0	0	0
Total				0

5) Preliminary expenses

All Preliminary expenses have been amortized during the year in accordance with the accounting Standard 26.

For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY



Aneesh Khanna & Co.

517 - A, Ansal Chambers-II, 6-Bhikaji Cama Place
New Delhi - 110066, Phone : 011-41658331, Mobile: 9650273250
E-mail : aneeshkhanna@icai.org

B) Notes to Accounts

1) Related Party Disclosure

SHORT TERM BORROWING FROM RELATED PARTIES	OPENING BALANCE	TRANSACTIONS		CLOSING BALANCE
		Dr.	Cr.	
Gaussian Networks Pvt. Ltd.	0	-	10,000	10,000

- 2) As informed to us there are no contingent liabilities as on date.
- 3) Capital contract remaining to be executed - NIL (Previous Year - NIL)
- 4) FOB value of Export - NIL (Previous Year - NIL)
- 5) CIF value of Import - NIL (Previous Year - NIL)
- 6) Expenditure in foreign currency - Nil (Previous Year - NIL)
- 7) None of the employees are in receipt of remuneration of Rs. 60,00,000/- or more per annum or Rs.5,00,000/- or more per month.
- 8) Due to small Scale Industries Units: -There are no dues payable to small scale industrial units which is more than Rs. 1,00,000/- and outstanding for more than 30 days.

Place: New Delhi
Date: 27/09/14

For Aneesh khanna & Co.
Chartered Accountants
Firm's Reg No. 025143N

Aneesh Khanna
(CA. Aneesh Khanna)
M.No. 525408

For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY





CHARTERED ACCOUNTANTS

G.P. Agrawal & Co.

252-A, 2nd Floor, Vijay Tower, Shahpur Jat,
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E-mail : gpamaildel@gmail.com

ANNEXURE 'Q2'

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HEAD OFFICE

: 7-A, Kiran Shankar Ray Road
Kolkata - 700 001
Tel. : 2248-3941/8338/2243-5660
Fax : (91) (033) 2248-6814
Res. : 2479-6359, 2400-8153
Cable : HISABKETAB
E-mail : gpa@cal.vsnl.net.in

MUMBAI BRANCH

: 245, Kuber Complex,
New Link Road, Andheri (W),
Mumbai - 400 053
Tel. : 2631-3457 Res. : 2873-9601
E-mail : gpa_mum@vsnl.net

Independent Auditors' Report

To The Members of Gauss Networks Private Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Gauss Networks Private Limited ('the Company'), which comprise the balance sheet as at 31 March 2015, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.
CHARTERED ACCOUNTANTS

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY

CA

G.P. Agrawal & Co.
CHARTERED ACCOUNTANTS

Opinion

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 & 4 of the Order.
- 2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) the Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of accounts
 - d) In our opinion, the aforesaid standalone branch financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



For GAUSS NETWORKS PVT. LTD.
Mohit Agrawal
DIRECTOR/AUTHORISED SIGNATORY

- e) On the basis of written representations received from the directors as on 31 March, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of Companies (Audit and Auditors) Rules, 2014 and to our best of our information and according to the explanations given to us :
- The Company does not have any pending litigations which would impact its financial position
 - The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
 - No amount is required to be transferred to the Investor Education and Protection Fund by the Company as on 31 March, 2015.

PLACE: GURGAON

DATE: 04.09.2015



For G.P. AGRAWAL AND CO.

Chartered Accountants

FRN: 302082E

CA A.K. KHANNA
(PARTNER)

Membership No.: 050016

ANNEXURE TO THE INDEPENDENT AUDITORS REPORT

For GAUSS NETWORKS PVT. LTD.

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

The Annexure referred to in our Independent Auditors Report to the members of the company on the standalone financial statement for the ended 31st March 2015, we report that :

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.
2. Company did not have any Inventory during the year being in Service Sector.
3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 189 of the Companies Act 2013, Consequently, the provisions of clauses iii (a) and ii (b) of the order are not applicable to the Company.
4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of fixed assets and payment for expenses & for sale of goods & Services. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.
5. In our opinion, and according to the information and explanation given to us, the company has not accepted any deposits; hence, clause (v) is not applicable to the company. Accordingly, directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under are not applicable
6. As per information & explanation given by the management, the company is not required to maintain cost records which has been prescribed by the Central Government under clause (d) of sub-section (1) of section 148 of the Companies Act 2013
7. a). According to the information and explanations given to us and on the basis of our examination of the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY

G.P. Agrawal & Co.**CHARTERED ACCOUNTANTS**

dues as on 31st of March, 2015 for a period of more than six months from the date they became payable.

- b). According to the information and explanations given to us, there is no amounts payable in respect of income tax, service tax which have not been deposited on account of any disputes.
- c). According to the information and explanations given to us company is not required to transfer any amount to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (I of 1956) and rules made there under has been transferred to such fund within time.
8. The Company doesn't have any accumulated loss at the end of the financial year, and has not incurred cash loss during the financial year.
9. The Company has not taken any loan from Bank, Financial Institution or Debenture holders. Therefore the question of default in repayment does not arise.
10. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions
11. According to the information and explanations given to us, the Company has not raised any term loans during the year.
12. According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

**FOR G.P.AGRAWAL AND CO.
CHARTERED ACCOUNTANTS**

FRN: 302082E



PLACE: *GURGAON*

DATE: *04.09.2015*

A.K. Khanna
CA A.K.KHANNA
(PARTNER)

Membership No.: 050016

For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



GAUSS NETWORKS PRIVATE LIMITED

Notes to Financial Statements for the Year ended 31st March, 2015

Schedule of notes Annexed to and forming part of the Balance Sheet as at 31st March, 2015 and Profit & Loss Account for the year ended 31st March, 2015.

1. Corporate Information

Gauss Networks Private Limited is the holding Company of Gaussian Networks Private Limited. The company is a private limited company and is incorporated on 29th August 2013 under the provisions of the Companies Act.

2. Basis of preparation of financial statements

The financial statements of the company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in the all material respect with the accounting standards notified under the Section 133 of the Companies Act, 2013 read with Rule 7 of companies (Accounting standards) Rule 2014, The financial statement has been prepared on accrual basis and under the cost convention.

3. Summary of significant accounting policies

3.1 Basis of Accounting:

The company follows the Mercantile System of accounting and recognizes Income and Expenditure on accrual basis except when the same is doubtful.

The accounts are prepared on historical cost basis and as going concern. Accounting policies not referred to otherwise are consistent with generally accepted accounting principles in India.

3.2 Fixed Assets

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



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

3.3 Depreciation

Depreciation on Fixed Assets has been provided as per Schedule II of Companies Act 2013.

In respect additions/deletion to the fixed assets, depreciation is charged from the date of the assets is ready to use or date of invoice whichever is earlier.

3.4 Revenue Recognition

Sale of Services

Revenue is recognized to the extent that is probable that the economic benefit will flow to the company and the revenue can be reliably measured.

3.5 Prior period expenses

There are no items of prior period expenses.

3.6 Related party transactions

As per management, all related party transactions are computed at the arm's length price.

3.7 Provisions, contingent liabilities and contingent assets

A provision is recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in financial statement.

3.8 Investments

Investment in unquoted shares in subsidiary company has been shown at cost of purchases.



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



3.9 Cash and Cash Equivalents

Cash and cash equivalents comprise cash at bank.

3.10 Retirement Benefit

Gratuity and Retirement benefit for employees is not applicable for the company during the Financial Year 2014-15.

3.10.1 Employee Stock Option Plan

The Company has Employee Stock Option Plan and Valuation has been done as per the Valuation Report.

3.11 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 period.

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

3.12 Taxes On Income

Current tax is determined as the amount of Income tax payable in respect of taxable income for the year as per the Provisions of Income tax Act 1961. Deferred tax liability is recognized, on timing difference, being the difference between taxable incomes and accounting income that originate in the period and are capable of reversal in one or more subsequent periods.



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY

G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

GAUSS NETWORKS PRIVATE LIMITED T 6/4, DLF PHASE- III, GURGAON, HARYANA - 122002 Balance Sheet as at 31st March, 2015

Particulars	Note No.	Figures as at 31st March, 2015	Figures as at 31st March, 2014
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	4	501,990	100,000
(b) Reserves and Surplus	5	145,769,394	(24,659)
(2) Non Current Liabilities			
Deffered Tax Liabilities	6	111,319	-
(3) Current Liabilities			
(a) Trade payables	7	48,850	31,000
(b) Other current liabilities	8	5,034,088	30,000
(c) Short Term Provisions	9	4,624,853	-
TOTAL		156,090,494	136,341
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed assets			
(i) Gross Block	10	13,115,816	-
(ii) Depreciation		1,412,144	-
(iii) Net Block		11,703,672	-
Non Current Investment	11	69,575,000	-
Long Term Loan and Advances	12	285,250	-
Other non current assets	13	24,000	30,000
(2) Current Assets			
(a) Cash and cash equivalents	14	71,309,732	102,610
(b) Short term loans and advances	15	3,192,840	3,730
(c) Other Current Assets	16	-	1
TOTAL		156,090,494	136,341

NOTES TO ACCOUNTS

Notes referred to above and notes attached there to form an integral part of Balance Sheet
This is the Balance Sheet referred to in our Report of even date.

For G.P. AGRAWAL & CO.
CHARTERED ACCOUNTANTS
FRN: 302082E

(CA. A.K. KHANNA)
(PARTNER)
M. No. 050016



Place : Gurgaon

Date :- 04.04.2015

FOR GAUSS NETWORKS PRIVATE LIMITED
CIN NO: U72200HR2013PTC050200

ANUJ GUPTA
(Director)
Din: 02142232

MOHIT AGARWAL
(Director)
Din: 02354274

For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY

G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

GAUSS NETWORKS PRIVATE LIMITED				
T 6/4, DLF PHASE- III, GURGAON, HARYANA - 122002				
Profit & Loss Statement for the period ended on 31st March, 2015				
S. No.	Particulars	Note No.	Figures as at 31st March, 2015	Figures as at 31st March, 2014
			₹	₹
I	Revenue from operations	17	24,548,890	254
	Total Revenue (I)		24,548,890	254
II	Expenses			
	Direct Expenses	18	600,422	4,913
	Employee Benefit Expenses	19	9,432,661	-
	Financial Cost	20	12,580	-
	Depreciation and Amortisation	21	1,412,144	-
	Other Administrative Expenses	22	750,908	20,000
	Total Expenses (II)		12,208,715	24,913
III	Profit/(Loss) Before Exceptional & Extraordinary Items and Tax	(I-II)	12,340,175	(24,659)
IV	Exceptional Items		-	-
V	Profit/(Loss) Before Extraordinary Items and Tax	(II-IV)	12,340,175	(24,659)
VI	Extraordinary Items		-	-
VII	Profit Before Tax	(V-VI)	12,340,175	(24,659)
VIII	Less : Tax Expenses			
	Current Tax		3,992,263	-
	Deferred Tax		111,319	-
IX	Profit/(Loss) for the period from continuing operations	(VII-VIII)	8,236,593	(24,659)
X	Profit/(Loss) from discontinuing operations		-	-
XI	Tax expenses of discontinuing operations		-	-
XII	Profit/(Loss) from discontinuing operations after tax	(X-XI)	-	-
XIII	Profit/(Loss) for the period	(IX+XII)	8,236,593	(24,659)
XIV	Earnings Per Equity Share :			
	Basic		303	(2)
	Diluted		279	(2)

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

This is the Profit & Loss Statement referred to in our Report of even date.

FOR G.P. AGRAWAL & CO.
CHARTERED ACCOUNTANTS
FRN: 302082E

(CA. A.K. KHANNA)
(PARTNER)
M No. 050016

Place : Gurgaon

Date : 04.09.2015

FOR GAUSS NETWORKS PRIVATE LIMITED
CIN NO: U72200HR2013PTC050200

ANUJ GUPTA
(Director)
Din: 02142232

MOHIT AGARWAL
(Director)
Din: 02354274

For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

GAUSS NETWORKS PRIVATE LIMITED

Cash Flow Statement for the year ended 31st March 2015

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Particulars	F.Y. 2014-15	
		₹
A. CASH FLOW FROM OPERATIONS		
Net Profit Before Tax		12,340,175
Adjustment for:		
Depreciation & Amortization	1,418,144	
Finance cost	11,798	
		1,429,942
Operating Profit Before Working Capital Changes		13,770,117
Changes In Loans and Advances	(3,189,110)	
Changes In Other Current Asset	1	
Changes in Trade Payable	17,850	
Changes in Current Liability	5,004,088	
Changes in Short Term Provisions	632,590	
Increase in Loan and Advances	(285,250)	
		2,180,169
Cash Generated From Operations		15,950,286
Net Cash Flow From Operating Activities		15,950,286
B. CASH FLOW FROM INVESTING ACTIVITIES		
Addition to Fixed Assets	(13,115,816)	
Purchase of Investment	(69,575,000)	
Net Cash flow from Investing activities		(82,690,816)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceed from issue of Share Capital	137,959,450	
Finance Cost	(11,798)	
Net Cash flow from Financing activities		137,947,652
Net Increase/(Decrease) in cash & cash equivalents		71,207,122
Cash & Cash Equivalents at the beginning of the year		102,610
Cash & cash equivalents at the end of the year		71,309,732



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.
CHARTERED ACCOUNTANTS

GAUSS NETWORKS PRIVATE LIMITED				
Notes to Financial Statements for the period ended 31st March, 2015				
Note 4: SHARE CAPITAL				
Particulars	Number	₹		
		Figures as at 31st March, 2015	Figures as at 31st March, 2014	
I) Authorised Share Capital				
Equity Shares of Rs. 10/- each	60,000	600,000	10,000	100,000
Preference Shares of Rs. 10/- each	20,000	200,000		
Issued, Subscribed & Paid up Share Capital				
Equity Shares of 10/- each, fully paid up	39,446	394,460	10,000	100,000
Compulsorily Convertible Preference shares of Rs. 10/- each	10,753	107,530		
		<u>501,990</u>		<u>100,000</u>
II) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period				
Particulars	Figures as at 31st March, 2015		Figures as at 31st March, 2014	
a) EQUITY SHARE CAPITAL- AUTHORISED				
Authorised equity share capital at the beginning of the year	10,000	100,000	10,000	100,000
Authorised Capital Increased during the year	50,000	500,000	-	-
Authorised Capital at the end of the year	60,000	600,000	10,000	100,000
Issued Share Capital at the beginning of the year	10,000	100,000		
Shares issued during the year	29,446	294,460	10,000	100,000
Total Shares outstanding at the end of the year	39,446	394,460		
b) PREFERENCE SHARE CAPITAL- AUTHORISED				
Authorised preference share capital at the beginning of the year	-	-	-	-
Authorised Capital Increased during the year	20,000	200,000	-	-
Authorised Capital at the end of the year	20,000	200,000	-	-
Shares outstanding at the end of the year	10,753	107,530	-	-



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.
CHARTERED ACCOUNTANTS

III) Shareholders holding more than 5% equity shares				
Particulars	Figures as at 31st March, 2015		Figures as at 31st March, 2014	
	% of Holding	No of Share	% of Holding	No of Share
Gaussian Networks Pvt. Ltd.	-	-	99%	9,999
Mohit Agarwal	21.68%	8,550	1%	1
Anuj Gupta	21.68%	8,550	-	-
Mukesh Agarwal	10.14%	4,000	-	-
Runjhun Gaggar	32.56%	12,845	-	-
Sudarshan Lal Maini	7.61%	3,000	-	-

IV) Shareholders holding less than 5% equity shares.				
Particulars	Figures as at 31st March, 2015		Figures as at 31st March, 2014	
	% of Holding	No of Share	% of Holding	No of Share
Alok Mittal	4.44%	1,750	-	-
Belleivre Capital	0.003%	1	-	-
Gulu Mirchandani	1.90%	750	-	-

V) Shareholders holding more than 5% preference shares				
Particulars	Figures as at 31st March, 2015		Figures as at 31st March 2014	
	% of Holding	No of Share	% of Holding	No of Share
Belleivre Capital	100.00%	10,753	-	-



For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY



GAUSS NETWORKS PRIVATE LIMITED

Notes to Financial Statements for the period ended 31st March, 2015

Note - 5 Reserves & Surplus

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Profit & Loss Account		
	Opening Balance	(24,659)	-
	Add: Share Security Premium	137,557,460	-
	Add: Net Profit/(Net Loss) for the current year	8,236,593	(24,659)
	TOTAL	145,769,394	(24,659)

Note - 6 Deferred Tax Liability

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Deferred Tax	111,319	-
	TOTAL	111,319	-

Note - 7 Trade Payables

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Sundry creditors -for expenses	48,850	31,000
	TOTAL	48,850	31,000

Note - 8 Other Current Liabilities

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Duties & Taxes	1,263,906	-
2	Sundry Creditors	519,913	-
3	Salary Payable	3,250,269	-
4	Audit fees payable	-	20,000
5	Gaussian Networks Pvt. Ltd.	-	10,000
	TOTAL	5,034,088	30,000

Note -9 Short Term Provisions

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Mohit Bansal ESOP A/c	632,590	-
2	Provision for Income Tax	3,992,263	-
	TOTAL	4,624,853	-



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

Note - 11 Non-Current Investment

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Gaussian Networks Pvt Ltd (Shares) (in unquoted equity shares being 35,999 shares of Rs. 10 each of Gaussian Networks Pvt Ltd)	69,575,000	-
	Total	69,575,000	-

Note - 12 Long Term Loan and Advances

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Security Deposit a) Secured, Considered Good : Other Deposit	285,250	-
2	Loans & Advances to related parties	-	-
3	Other Loans & Advances	-	-
	Total	285,250	-

Note - 13 Other Non Current Asset

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Other Non Current Asset (Misc. Asset)	24,000	30,000
	Total	24,000	30,000

Note - 14 Cash and Cash Equivalents

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Cash in Hand Cash Balance	-	-
	Sub Total (A)	-	-
2	Balance with banks - In current accounts	71,309,732	102,610
	Sub Total (B)	71,309,732	102,610
	Total [A+B]	71,309,732	102,610



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

Note - 15 Short Term Loans and Advances

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Others		
	Advance to be recoverable in cash or in kind for value to be received	-	3,730
	Advance Tax F. Y. 2014-15	850,000	-
	TDS Recievable F. Y. 2014-15	2,342,840	-
	Total	3,192,840	3,730

Note - 16 Other Current Assets

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Sundry Debtors	-	1
	Total	-	1



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY

G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

GAUSS NETWORKS PRIVATE LIMITED

Notes to Financial Statements for the period ended 31st March, 2015

Note - 17 Revenue from Operations

S. No.	Particulars	Figures as at 31st March 2015	Figures as at 31st March 2014
1	Commission on sales	2,812,500	254
2	Installation & Integration Income	19,479,740	-
3	Software License Income	2,256,650	-
4	Website Development & Maint. Income	-	-
	Total	24,548,890	254

Note - 18 Direct Expenses

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Gateway Expenses	352	335
2	Marketing & Business Promotion	30,293	4,453
3	Shipping & Handling Charges	-	125
4	Consultancy Expenses	460,001	-
5	Data Capturing Charges	13,050	-
6	Website Hosting & Maintenance	95,902	-
7	Commision on Sales	824	-
	Total	600,422	4,913

Note - 19 Employee Benefit Expenses

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Salary & Wages	8,902,833	-
2	Provident Fund Expenses	439,828	-
3	Referral Bonus	90,000	-
	Total	9,432,661	-

Note - 20 Financial Cost

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Bank Charges	12,580	-
	Total	12,580	-

Note - 21 Depreciation & Amortised Cost

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Depreciation	1,412,144	-
	Total	1,412,144	-



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

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Note - 22 Other Administrative Expenses

S. No.	Particulars	Figures as at 31st March, 2015	Figures as at 31st March, 2014
1	Audit Fees	74,100	20,000
2	Office Expenses	385,535	-
3	Computer Maintainance	29,875	-
4	Conveyance Expenses	5,000	-
5	Legal & Professional Fees	108,000	-
6	Preliminary Expenses W/o	6,000	-
7	Printing & Stationery Expenses	2,000	-
8	Rate Fees & Taxes	70,085	-
9	ROC Fees and Filling Fees	10,174	-
10	Round Off	293	-
11	Tds on interest 192B	8,733	-
12	Travelling Expenses	51,113	-
	Total	750,908	20,000



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

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GAUSS NETWORKS PRIVATE LIMITED

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2015

Note - 10 Fixed Assets

S.No.	Particulars	Gross Block				Depreciation			Net Block WDV as on 31.03.2015
		Value at the beginning	Additions during the year	Deductions during the year	Value at the end	Value at the beginning	Additions during the year	Deductions during the year	
I	Tangible Assets								
1	Office Equipments	-	51,597	-	51,597	-	8,028	-	43,569
2	Computers	-	774,308	-	774,308	-	97,295	-	677,013
	SUB TOTAL (A)	-	825,905	-	825,905	-	105,323	-	720,582
II	Intangible Assets								
1	Software Developments	-	12,289,911	-	12,289,911	-	1,306,821	-	10,983,090
	SUB TOTAL (B)	-	12,289,911	-	12,289,911	-	1,306,821	-	10,983,090
	Total [A+B]	-	13,115,816	-	13,115,816	-	1,412,144	-	11,703,672



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY

ANNEXURE-A

GAUSS NETWORKS PRIVATE LIMITED
Depreciation as per Income Tax Act for the Financial Year 2014-2015
(ASSESSMENT YEAR: 2015-16)

Name of the Asset	Rate	W.D.V. as on 01.04.14	Additions during the year		Deletion during the year	Total as on 31.03.2015	Depreciation for the year	W.D.V. as on 31.03.2015
			More than 6 Months	Less than 6 Months				
(i) Office Equipments	15%	-	-	51,597	-	51,597	3,870	47,727
(ii) Computers	60%	-	-	686,688	-	686,688	206,006	480,682
(iii) Computer Software Capex	60%	-	-	87,620	-	87,620	26,286	61,334
(iv) Software Development	25%	-	-	12,289,911	-	12,289,911	1,536,239	10,753,672
TOTAL		-	-	13,115,816	-	13,115,816	1,772,401	11,343,415



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



GAUSS NETWORKS PRIVATE LIMITED

ASSESSMENT YEAR: 2015-16

Deferred Tax Liabilities / Assets

Deferred Tax Liabilities/Assets	Amounts(Rs.)	Amounts(Rs.)
Opening Balance		
Created		
Depreciation As Per Companies Act	1,412,144	
Depreciation As Per Income Tax Act	1,772,401	
Difference	<u>(360,257)</u>	
DTL/DTA (360257*30.9%)		111,319
Deferred Tax Liabilities As On 31/03/2015		<u>111,319</u>



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.
CHARTERED ACCOUNTANTS

Note-23

NOTES TO ACCOUNTS

- 1) Contingent Liabilities: - NIL
- 2) Provision of Income Tax: Rs.39,92,263/-
- 3) During the Year Company has issued and allotted Shares as Following.

Equity shares –

29445 Shares of ₹10/- each and at face value.

1 Share of ₹10/- each and at a premium of ₹14209.29/- each

Share issued to Residents			
Name	No. of Shares	Face Value	Premium
Alok Mittal	1750	10	0
Anuj Gupta	5550	10	0
Gulu Mirchandani	750	10	0
Mohit Agarwal	1550	10	0
Mukesh Agarwal	4000	10	0
Raunjhun Gaggar	12845	10	0
Sudarshan Lal Maini	3000	10	0
TOTAL	29,445 Shares		

Share issued to Non Resident			
Name	No. of Shares	Face Value	Premium
Bellerive Capital	1	10	14209.29

Preference Shares –

4,892 Shares of ₹10/- each and at a premium of ₹14,209.29/- each

5,861 Shares of ₹10/- each and at a premium of ₹11,607.47/- each.

Share issued to Non Resident			
Name	No. of Shares	Face Value	Premium
Bellerive Capital	4,892	10	14,209.29
Bellerive Capital	5,861	10	11,607.47

NOTE:

The 1 Equity & 10,753 Preference shares have been issued to Non Resident on the basis of negotiated value which is higher than the valuation price as per the valuation model suggested by RBI.

- 4) On the basis of information provided to us the Company does not have any amount due (inclusive of interest) to as Small Scale Industrial Undertaking.



For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal
 DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.
CHARTERED ACCOUNTANTS

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- 5) Disclosure of Related party transaction as per Accounting Standard-18 of The Institute of Chartered Accountants of India

Name of Person	Nature of Relation	Nature of Transaction	Amount of Transaction (₹)
Anuj Gupta	Director	Loan Taken	76,25,000/-
Anuj Gupta	Director	Loan Repayment	76,25,000/-
Anuj Gupta	Director	Current Account Dr.	76,25,000/-
Anuj Gupta	Director	Current Account Cr.	76,25,000/-
Mohit Agarwal	Director	Loan Taken	76,25,000/-
Mohit Agarwal	Director	Loan Repayment	76,25,000/-
Sudarshan Lal Maini	Director	Loan Taken	30,00,000/-
Sudarshan Lal Maini	Director	Loan Repaid	30,00,000/-
Runjhun Gaggar	Shareholder	Loan Taken	1,20,00,000/-
Runjhun Gaggar	Shareholder	Loan Repayment	1,20,00,000/-
Yogi Raj Gupta	Relation to Director	Rent Paid	91,500/-
Yogi Raj Gupta & Co.	Relation to Director	Consultancy Fees Paid	2,28,091/-
Gaussian Network Pvt. Ltd.	Subsidiary	Amount received for Payment of Salary on Secondment	43,90,250/-
Gaussian Network Pvt. Ltd.	Subsidiary	Amount received for Services Provided	2,74,44,639/-

- 6) None of the Employees are in receipt of remuneration of Rs.60,00,000/- or more per annum of Rs.5,00,000/- or more per month.



For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.
CHARTERED ACCOUNTANTS

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7) Auditors' Remuneration includes the followings: -

Auditor's Remuneration	2014-15	2013-14
Statutory and Tax Audit Fee (Excluding Service Tax)	65,000/-	20,000/-
Audit Expenses	5,000/-	-
Total	70,000/-	20,000/-

- 8) In the opinion of the board the Current Assets, Loans & Advances are approximately of the value stated and realizable in the ordinary course of business. The provision for all known liabilities is adequate.
- 9) Debtors and Creditors and other Receivables are subject to confirmation.
- 10) Quantitative Details of Inventory is not applicable to the company being in service sector.
- 11) The figures have been rounded off to the nearest rupee.
- 12) Previous year's figures have been regrouped/re-arranged, wherever necessary.

In terms of our Audit Report of even date

For G.P. Agrawal & Co.
Chartered Accountants
Firm Reg. No. 302082E


(CA. A.K. Khanna)
(Partner)
M. No. 050016



For Gauss Networks Private Limited


Anuj Gupta
(Director)
DIN: 02142232


Mohit Agarwal
(Director)
DIN: 02354274

Place: Gurgaon
Date: 04.09.2011

For GAUSS NETWORKS PVT. LTD.


DIRECTOR/AUTHORISED SIGNATORY

Annexure 'a3'

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CHARTERED ACCOUNTANTS



252-A, 2nd Floor, Vijay Tower, Shahpur Jat,
Opp. Panchsheel Park Commercial complex,
New Delhi 110 049
Off. : 2649-1374, 2649-6932
Fax : 41751374
E-mail : gpamaildel@gmail.com

HEAD OFFICE

7 A, Kiran Shankar Ray Road
Kolkata - 700 001
Tel : 2248-3941/8338/2243-5660
Fax : (91) (033) 2248-6814
Res : 2479-6369, 2400-8153
Cable : HISABKETAB
E-mail : gpa@cal.vsnl.net.in

MUMBAI BRANCH

245, Kuber Complex,
New Link Road, Andheri (W),
Mumbai - 400 053
Tel. : 2631-3457 Res. : 2873-9601
E-mail : gpa_mum@vsnl.net

Independent Auditor's Report

To the Members of Gauss Networks Pvt. Ltd.

Report on the Standalone Financial Statements

We have audited the accompanying Standalone financial statements of Gauss Networks Pvt. Ltd. ("the Company") which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these Standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

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standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone 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, 2016;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date of the Company



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



Report on Other Legal and Regulatory Requirements

1.) As Per Para 2(v) of Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable on the Company.

2.) As required by section 143 (3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c) The Balance Sheet, the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account
- d) In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i.) The Company does not have any pending litigations which would impact its financial position.
 - ii.) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

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iii.) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company as on 31st March, 2016

For G.P Agrawal & Co
Chartered Accountants
FRN: 0302082E

C.A A.K. Khanna
Partner

Membership No: 050016

Place: Gurgaon

Date: 02/04/2016



For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY



"Annexure A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets:
 - (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
 - (c) There is no Immovable property held by the company.
- 2) (a) The Company is a service company. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable to the Company
- 3) The Company has granted loans unsecured to companies, or other parties covered in the Register maintained under section 189 of the Act.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Income-Tax, Sales, Service Tax, and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable.
- b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.
CHARTERED ACCOUNTANTS

accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act:

- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon. However during the year company has issued 517 equity shares of Rs.10/-each under ESOP.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.



FOR G.P. AGRAWAL & CO.
 Chartered Accountants
 FRN :302082E

(Signature)
 CA. A.K. KHANNA
 Partner
 Membership No: 050016

Place: Gurgaon

Date: 02/09/2016

For GAUSS NETWORKS PVT. LTD.

(Signature)

DIRECTOR/AUTHORISED SIGNATORY



**"Annexure B" to the Independent Auditor's Report of even date on the Standalone
Financial Statements of M/s Gauss Network Pvt. Ltd**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of
Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of M/s Gauss Networks Pvt. Ltd as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the guidance note on audit of internal financial controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance

Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company, and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.
CHARTERED ACCOUNTANTS

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the guidance note on audit of internal financial controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR G.P. AGRAWAL & CO.
Chartered Accountants
FRN :302082E

CA. A.K. KHANNA
Partner
Membership No: 050016

Place: Gurgaon

Date: 02/09/2016



For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY



GAUSS NETWORKS PRIVATE LIMITED

Balance Sheet as at 31st March, 2016

Particulars	Note No.	Figures as at 31st March, 2016	Figures as at 31st March, 2015
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	4	510,010	501,990
(b) Reserves and Surplus	5	154,763,963	145,769,394
(2) Non Current Liabilities			
Deferred Tax Liabilities	6	-	111,319
(3) Current Liabilities			
(a) Trade payables	7	70,026	48,850
(b) Other current liabilities	8	7,623,733	5,031,088
(c) Short Term Provisions	9	12,896,264	4,624,853
TOTAL		175,773,993	156,090,494
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed assets			
(i) Gross Block	10	9,758,612	13,115,816
(ii) Depreciation		18,083,128	1,412,144
(iii) Net Block		21,674,884	11,703,672
Non Current Investment	11	124,575,000	69,575,000
Long Term Loan and Advances	12	4,136,921	285,250
Other non current assets	13	-	24,000
Deferred Tax Asset	14	2,938,605	-
(2) Current Assets			
(a) Cash and cash equivalents	15	6,255,218	71,309,732
(b) Short term loans and advances	16	8,100,869	3,192,840
(c) Other Current Assets	17	8,092,405	-
TOTAL		175,773,993	156,090,494

NOTES TO ACCOUNTS

Notes referred to above and notes attached thereto form an integral part of Balance Sheet. This is the Balance Sheet referred to in our Report of even date.

For G.P. AGRAWAL & CO.
CHARTERED ACCOUNTANTS
FRN: 202082E

FOR GAUSS NETWORKS PRIVATE LIMITED
CIN NO: U 72200HR2013PTC050200

(CA. A. K. KHANNA)
(PARTNER)
M. No. 050016

ANUJ GUPTA
(Director)
Din: 02142232

MOHIT AGARWAL
(Director)
Din: 02354274

Place - Gurgaon
Date: 02/04/16



For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY



GAUSS NETWORKS PRIVATE LIMITED

Profit & Loss Statement for the period ended on 31st March, 2016

S. No.	Particulars	Note No.	Figures as at 31st March, 2016	Figures as at 31st March, 2015
I	Revenue from operations	18	53,184,818	24,548,890
	Other Income	19	25,776,000	-
	Total Revenue (I)		78,960,818	24,548,890
II	Expenses			
	Direct Expenses	20	4,139,954	600,422
	Employee Benefit Expenses	21	14,600,742	9,432,661
	Financial Cost	22	29,396	12,580
	Depreciation and Amortisation	23	16,670,984	1,412,144
	Other Administrative Expenses	24	3,351,695	750,908
	Total Expenses (II)		38,992,770	12,208,715
III	Profit/(Loss) Before Exceptional & Extraordinary Items and Tax	(I-II)	39,968,048	12,340,175
IV	Exceptional Items		-	-
V	Profit/(Loss) Before Extraordinary Items and Tax	(II-IV)	39,968,048	12,340,175
VI	Extraordinary Items		-	-
VII	Profit Before Tax	(V-VI)	39,968,048	12,340,175
VIII	Less : Tax Expenses			
	Current Tax		(7,370,083)	3,992,263
	Deferred Tax		3,050,014	111,319
IX	Profit/(Loss) for the period from continuing operations	(VII-VIII)	35,647,979	8,236,593
X	Profit/(Loss) from discontinuing operations		-	-
XI	Tax expenses of discontinuing operations		-	-
XII	Profit/(Loss) from discontinuing operations after tax	(X-XI)	-	-
XIII	Profit/(Loss) for the period	(IX+XII)	35,647,979	8,236,593
XIV	Earnings Per Equity Share :			
	Basic		899.91	303
	Diluted		708.03	279

Notes referred to above and notes attached thereto form an integral part of Profit and Loss Statement.

This is the Profit & Loss Statement referred to in our Report of even date.

FOR G.P. AGRAWAL & CO.
CHARTERED ACCOUNTANTS
FRN: 302082E

(CA. A.K. KHANNA)
(PARTNER)
M No. 050016

FOR GAUSS NETWORKS PRIVATE LIMITED
CIN NO: U72200HR2013PTC050200

ANUJ GUPTA
(Director)
Din: 02142232

MOHIT AGARWAL
(Director)
Din: 02354274

Place: Gurgaon

Date: 02/09/2016



For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY



GAUSS NETWORKS PRIVATE LIMITED
Notes to Financial Statements for the period ended 31st March, 2016

Note 4: SHARE CAPITAL

Particulars	Figures as at 31st March, 2016		Figures as at 31st March, 2015	
	Number		Number	
I) Authorised Share Capital				
Equity Shares of Rs. 10/- each	60,000	600,000	60,000	600,000
Preference Shares of Rs. 10/- each	20,000	200,000	20,000	200,000
Issued, Subscribed & Paid up Share Capital				
Equity Shares of 10/- each, fully paid up	40,248	402,480	39,446	394,460
Compulsorily Convertible Preference shares of Rs. 10/- each	10,753	107,530	10,753	107,530
		<u>510,010</u>		<u>501,990</u>
II) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period				
Particulars	Figures as at 31st March, 2016		Figures as at 31st March, 2015	
a) EQUITY SHARE CAPITAL- AUTHORISED				
Authorised equity share capital at the beginning of the year	60,000	600,000	10,000	100,000
Authorised Capital increased during the year	-	-	50,000	500,000
Authorised Capital at the end of the year	<u>60,000</u>	<u>600,000</u>	<u>60,000</u>	<u>600,000</u>
Issued Share Capital at the beginning of the year	39,446	394,460	10,000	100,000
Shares issued during the year	802	8,020	29,446	294,460
Total Shares outstanding at the end of the year	<u>40,248</u>	<u>402,480</u>	<u>39,446</u>	<u>394,460</u>
b) PREFERENCE SHARE CAPITAL- AUTHORISED				
Authorised preference share capital at the beginning of the year	20,000	200,000	-	-
Authorised Capital increased during the year	-	-	20,000	200,000
Authorised Capital at the end of the year	<u>20,000</u>	<u>200,000</u>	<u>20,000</u>	<u>200,000</u>
Shares outstanding at the end of the year	<u>10,753</u>	<u>107,530</u>	<u>10,753</u>	<u>107,530</u>



For GAUSS NETWORKS PVT. LTD.

Molvi Agrawal

DIRECTOR/AUTHORISED SIGNATORY

(Signature) Molvi Agrawal



III) Shareholders holding more than 5% equity shares

Particulars	Figures as at 31st March, 2016		Figures as at 31st March, 2015	
	% of Holding	No of Share Held	% of Holding	No of Share Held
Mohit Agarwal	21.56%	8,678	21.68%	8,550
Anuj Gupta	21.56%	8,678	21.68%	8,550
Mukesh Agarwal	9.91%	4,000	10.14%	4,000
Ranjhan Guggar	31.09%	12,874	32.56%	12,845
Sudarshan Lal Maini	7.45%	3,000	7.61%	3,000

IV) Shareholders holding less than 5% equity shares.

Particulars	Figures as at 31st March, 2016		Figures as at 31st March, 2015	
	% of Holding	No of Share Held	% of Holding	No of Share Held
Alok Mittal	4.35%	1,750	4.35%	1,750
Bellevue Capital	0.002%	1	0.002%	1
Gulu Mithandani	1.86%	750	1.86%	750
Mudit Bansal	1.28%	517	-	-

V) Shareholders holding more than 5% preference shares

Particulars	Figures as at 31st March, 2016		Figures as at 31st March, 2015	
	% of Holding	No of Share Held	% of Holding	No of Share Held
Bellevue Capital	100.00%	10,753	100.00%	10,753



Anuj Gupta Mohit Agarwal

For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.

CHARTERED ACCOUNTANTS

GAUSS NETWORKS PRIVATE LIMITED

Notes to Financial Statements for the period ended 31st March, 2016

Note -5 Reserves & Surplus

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Profit & Loss Account		
	Opening Balance	8,211,934	(24,659)
	Add: Net Profit/(Net Loss) for the current year	35,647,979	8,236,593
	Less: Dividend Paid	25,776,000	
		18,083,913	8,211,934
2	Share Security Premium	136,680,050	137,537,460
	TOTAL	154,763,963	145,769,394

Note - 6 Deferred Tax Liability

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Deferred Tax	-	111,319
	TOTAL	-	111,319

Note - 7 Trade Payables

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2014
1	Sundry creditors		
	for expenses (A/C payable)	70,026	48,850
	TOTAL	70,026	48,850

Note - 8 Other Current Liabilities

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2014
1	Duties & Taxes	4,509,896	1,263,906
2	Sundry Creditors	155,009	519,913
3	Salary Payable	2,958,828	3,250,269
	TOTAL	7,623,733	5,034,088

Note -9 Short Term Provisions

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Mobile Bonus (ESOP A)	-	632,590
2	Provision for Income Tax	7,370,083	3,992,263
3	Dividend Payable	5,436,178	-
	TOTAL	12,806,261	4,624,853

Mohit Agrawal



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



GAUSS NETWORKS PRIVATE LIMITED

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2016

Note - 40 Fixed Assets

S.No.	Particulars	Gross Block			Depreciation			Net Block W.D.V. as on 31.03.2016
		Value at the beginning	Additions during the year	Deductions during the year	Value at the end	Value at the beginning	Additions during the year	
I	<u>Tangible Assets</u>							
1	Office Equipments	51,567	177,015		228,612	8,028	75,965	142,619
2	Computers	774,208	455,281		1,219,589	97,295	1,19,727	493,167
	SUB TOTAL (A)	825,905	612,296		1,438,201	105,323	695,193	637,685
II	<u>Intangible Assets</u>							
1	Software Developments	12,289,911	26,029,900		38,319,811	1,306,821	15,975,791	21,057,199
	SUB TOTAL (B)	12,289,911	26,029,900		38,319,811	1,306,821	15,975,791	21,057,199
	Total (A+B)	13,115,816	26,642,196		39,758,012	1,412,144	16,670,984	21,674,884

Amish Agrawal

Amish Agrawal



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORIZED SIGNATORY



Note - 11 Non-Current Investment

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Gaussian Networks Pvt Ltd (Shares) (in unquoted equity shares being 35,999 shares of Rs 10 each of Gaussian Networks Pvt Ltd)	69,575,000	69,575,000
2	HDFC Cash Management Fund	55,000,000	-
	Total	124,575,000	69,575,000

Note - 12 Long Term Loan and Advances

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Security Deposit a) Secured, Considered Good : Other Deposit	3,465,000	285,250
2	Loans & Advances to related parties	671,921	-
	Total	4,136,921	285,250

Note - 13 Other Non Current Asset

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Other Non Current Asset (Misc. Asset)	-	24,000
	Total	-	24,000

Note - 14 Deferred Tax Assets

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Deferred Tax	2,938,695	-
	TOTAL	2,938,695	-

Note - 15 Cash and Cash Equivalents

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	<u>Cash in Hand</u> Cash Balance	-	-
	Sub Total (A)	-	-
2	<u>Balance with banks</u> - in current accounts - in Dividend A/C	819,040 5,436,178	71,309,732 -
	Sub Total (B)	6,255,218	71,309,732
	Total (A+B)	6,255,218	71,309,732



Mohit Agrawal

Mohit Agrawal

For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



G.P. Agrawal & Co.
CHARTERED ACCOUNTANTS

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Note -16 Short Term Loans and Advances

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Others Advance to be recoverable in cash or in kind for value to be received		
	Advance Tax	5,106,648	850,000
	TDS Recoverable	2,994,221	2,342,840
	Total	8,100,869	3,192,840

Note - 17 Other Current Assets

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Sundry Debtors	8,092,405	-
	Total	8,092,405	-



Agarwal

Mohit Agarwal

For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal

DIRECTOR/AUTHORISED SIGNATORY



Notes to Financial Statements for the period ended 31st March, 2016

Note - 18 Revenue from Operations

S. No.	Particulars	Figures as at 31st March 2016	Figures as at 31st March 2015
1	Revenue from promotion	122,755	-
2	Installation & Integration Income	-	2,812,500
3	Software License Income	47,248,199	19,479,740
4	Website Development & Maint. Income	5,813,864	2,256,650
	Total	53,184,818	24,548,890

Note - 19 Other Income

S. No.	Particulars	Figures as at 31st March 2016	Figures as at 31st March 2015
1	Dividend Income	25,776,000	-
	Total	25,776,000	-

Note - 20 Direct Expenses

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Gateway Expenses	-	352
2	Marketing & Business Promotion	333,600	30,293
3	Software Maintenance & Related Services	5,500	-
4	Consultancy Expenses	3,708,137	460,001
5	Data Capturing Charges	24,450	13,050
6	Website Hosting & Maintenance	66,267	95,902
7	Commission on Sales	-	824
	Total	4,139,954	600,422

Note - 21 Employee Benefit Expenses

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Salary & Wages	13,795,734	8,902,833
2	Provident Fund Expenses	985,068	439,828
3	Referral Bonus	20,000	90,000
	Total	14,800,742	9,432,661

Note - 22 Financial Cost

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Bank Charges	29,396	12,580
	Total	29,396	12,580

Mohit Agrawal



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



Note - 23 Depreciation & Amortised Cost

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Depreciation	16,670,984	1,412,144
	Total	16,670,984	1,412,144

Note - 24 Other Administrative Expenses

S. No.	Particulars	Figures as at 31st March, 2016	Figures as at 31st March, 2015
1	Audit Fees	100,000	74,160
2	Office Rent	1,774,350	288,150
3	Office Electricity	400,715	72,019
4	Office Maintenance	469,755	25,366
5	Computer Maintenance	52,778	29,875
6	Conveyance Expenses	38,330	5,060
7	Freight & Cartage	106,010	-
8	Legal & Professional Fees	100,000	108,000
9	Preliminary Expenses W/O	24,000	6,000
10	Printing & Stationery Expenses	260	2,000
11	Rate Fees & Taxes	68,090	70,085
12	ROC Fees and Filing Fees	6,014	10,174
13	Round Off	(13)	293
14	Staff Welfare Expense	152,818	-
15	Swachh Bharat Cess	18,483	-
16	Telephone and Internet Expense	18,922	-
17	Interest on TDS	784	8,733
18	Travelling Expenses	18,299	51,113
19	Balance Brought Off	2,100	-
	Total	3,351,695	750,908



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY

Mohit Agrawal



ANNEXURE-A

GAUSS NETWORKS PRIVATE LIMITED

Depreciation as per Income Tax Act for the Financial Year 2015-2016

(ASSESSMENT YEAR: 2016-17)

Name of the Asset	Rate	W.D.V. as on 01.04.15	Additions during the year		Deletion during the year	Total as on 31.03.2016	Depreciation for the year	W.D.V. as on 31.03.2016
			More than 6 Months	Less than 6 Months				
(i) Office Equipments	15%	47,727	177,015	-	-	224,742	33,711	191,031
(ii) Computers	60%	542,016	359,890	76,391	-	978,297	563,791	414,506
(iii) Software Development	25%	10,753,572	10,305,276	9,761,634	-	30,820,482	7,975,315	22,845,167
TOTAL		11,303,315	16,802,181	9,840,015	-	37,985,611	8,872,787	29,112,824

Rs.

Arjun

Mohit Agrawal



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



GAUSS NETWORKS PRIVATE LIMITED
ASSESSMENT YEAR: 2016-17

Deferred Tax Liabilities / Assets

Deffered Tax Liabilities/Assets	Amounts(Rs.)	Amounts(Rs.)
Opening Balance		(111,319)
Created		
Depreciation As Per Companies Act	18,083,128	
Depreciation As Per Income Tax Act	8,572,787	
Difference	9,510,341	
DTL/DTA (9,510,341*30.9%)		2,938,695
Deffered Tax Liabilities As On 31/03/2016		2,827,376



Arjun

Mohit Agrawal

For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



M/S GAUSS NETWORKS PVT LTD.

Notes to the Financial Statements for the year ended 31 March 2016

A. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of preparation

The financial statements of M/S GAUSS NETWORKS PVT.LTD. ('the Company') have been prepared and presented under the historical cost convention on the accrual basis of accounting, unless stated otherwise and comply in all material aspects with the Accounting Standards ('AS') notified under section 133 of the Companies Act, 2013, read together with rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India. The accounting policies adopted in the preparation of the financial statements are consistent with those of the previous year.

2. Use of estimates

The preparation of financial statements requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities on the date of the financial statements and the reported amounts of revenues and expenses for the year. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future years.

3. Revenue recognition

Sale of Services

Revenue is recognized to the extent that is probable that the economic benefit will flow to the company and the revenue can be reliably measures

25. Fixed Assets

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

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY



26. Depreciation

Depreciation on Fixed Assets has been provided as per Schedule II of Companies Act 2013. In respect additions/deletion to the fixed assets, depreciation is charged from the date of the assets is ready to use or date of invoice whichever is earlier.

27. Borrowing cost

Borrowing cost includes interest, amortization of ancillary costs incurred. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the year they occur. There is no borrowing cost charged during the year.

28. Investments

Investment in unquoted shares in subsidiary company has been shown at cost of purchases. Where as a Investment in HDFC Cash Management Fund has made during the year have also been shown at cost

29. Retirement Benefit

Gratuity is not applicable for the company during the Financial Year 2015-16

30. Deferred Tax Assets

Deferred tax provision is made for temporary timing difference between book profits and taxable income. In view of uncertainty of making profit in the near future deferred tax asset has been created

31. Provisions, contingent liabilities and contingent assets

A provision is recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in financial statement



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED



32. Employee Stock Option Plan

The Company has Employee Stock Option Plan and Valuation has been done as per the Valuation Report. Proper accounting has been done by the company.

33. Related Party Disclosure

Name of Person	Nature of Relation	Nature of Transaction	Amount of Transaction (Rs.)
Sudarshan Lal Maini	Director	Cost of Raising Capital	5,00,000/-
Runjhun Gaggar	Director	Cost of Raising Capital	21,50,000/-
Anuj Gupta	Director	Reimbursement	1,05,364/-
Mohit Agrawal	Director	Advances	2,50,000/-
Anuj Gupta	Director	Salary	74,25,000/-
Mohit Agrawal	Director	Salary	83,75,000/-
Mohit Bansal	Key Management Personal	Salary	16,94,275/-
Mohit Bansal	Key Management Personal	ESOP	2,58,500/-
Runjhun Gaggar	Director	Dividend	65,05,196/-
Sudarshan Lal Maini	Director	Dividend	15,16,124/-
Mohit Agrawal	Director	Dividend	43,85,643/-
Anuj Gupta	Director	Dividend	43,85,643/-
Mohit Bansal	Key Management Personal	Dividend	2,61,269/-
Punita Gupta	Relation to Director	Salary	12,00,000/-
Yogi Raj Gupta	Relation to Director	Rent Paid	1,83,000/-
Yogi Raj Gupta & Co.	Relation to Director	Consultancy Fees Paid	3,75,000/-



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR



Gaussian Network Pvt. Ltd.	Subsidiary	Amount received for Payment of Salary on Secondment	58,13,864/-
Gaussian Network Pvt. Ltd.	Subsidiary	Amount received for Services Provided	4,72,48,199/-

- 34. FOB value of Export-NIL (Previous Year-NIL)
- 35. CIF value of import- NIL (Previous Year-NIL)
- 36. Expenditure in foreign currency- NIL (Previous Year-NIL)
- 37. Payment to Auditors
Audit Fees- 1,00,000/- (EXCLUDING SERVICE TAX)

For G.P. Agrawal & Co.
Chartered Accountants
FRN: 302082E

(CA. A.K. Khanna)
Partner
M.No:050016

Place : New Delhi
Date: 02/09/2016



For Gauss Network Pvt. Ltd

Mohit Agarwal
Mohit Agarwal
(Director)
Din: - 02354274

Anuj Gupta
(Director)
Din: - 02142232

For GAUSS NETWORKS PVT. LTD.

Mohit Agarwal
DIRECTOR/AUTHORISED SIGNATORY



GAUSS NETWORKS PRIVATE LIMITED
Cash Flow Statement for the year ended 31st March 2016

	Particulars	F.Y. 2015-16	
A.	CASH FLOW FROM OPERATIONS		
	Net Profit After Tax		35,647,979
	Add: Current Tax	7,370,083	
	Deferred Tax	(3,050,014)	4,320,068
	Net Profit Before Tax		39,968,048
	LESS: Dividend Received		(25,776,000)
			14,192,048
	Non cash transaction		
	Depreciation & Amortization	16,670,984	
	Preliminary Expenses W/o	24,000	16,694,984
	Operating Profit Before Working Capital Changes		30,887,031.18
	Changes in Other Current Asset		(8,092,405)
	Changes in Trade Payable		21,176
	Changes in Current Liability		2,589,645
	Change in short term loan and advances		(651,381.00)
	Cash Generated From Operations		24,754,066
	Less: Tax Paid		8,248,911
	Net Cash Flow From Operating Activities		16,505,155
B.	CASH FLOW FROM INVESTING ACTIVITIES		
	Addition to Fixed Assets		(26,642,196)
	- dividend income		25,776,000
	Purchase of Investment		(55,000,000)
	Loan and Advances		(3,851,671)
	Net Cash flow from Investing activities		(59,717,867)
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	Proceed from issue of Share Capital		8,020
	Finance Cost		(1,510,000)
	dividend paid		(20,339,822)
	Net Cash flow from Financing activities		(21,841,802)
	Net Increase/(Decrease) in cash & cash equivalents		(65,054,514)
	Cash & Cash Equivalents at the beginning of the year		71,309,732
	Cash & cash equivalents at the end of the year		6,255,218



For GAUSS NETWORKS PVT. LTD.

Mohit Agrawal

DIRECTOR/AUTHORISED SIGNATORY