

---

G. C. Patel & Co.  
102, Summer Villa Chs., 7<sup>th</sup> Road, Near Hdfc Bank ATM,  
Santacruz (East), Mumbai 400055.

---

## To the Members of C2M Technologies Limited

### Report on the financial statements

We have audited the accompanying financial statements of M/sC2M Technologies Limited ('the Company'), which comprise the balance sheet as at 31 March 2016, the statement of profit and loss for the year then ended, the cash flow statement and a summary of significant accounting policies and other explanatory information.

### Management's responsibility for the financial statements

The Company's board of directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance 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 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 thereunder.

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.

The audit 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 and the company's internal control system. 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 financial statements.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31 March 2016 and its financial position for the year ended on that date.

### Report on other legal and regulatory requirements

1. As required by the 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 a statement on the matters specified in the paragraph 3 and 4 of the order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) the balance sheet and 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 the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act; and
  - f). with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls; and
  - 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;
    - ii. the Company does not have any long term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise; and

iii. the company has not declared dividend and there are no dues to IEPF.

**For G. C. Patel & Co.  
Chartered Accountants**



**G. C. Patel  
Partner  
MEMBERSHIP NO.:047327**

**Place: Mumbai**

**Date: 12th August, 2016**

ANNEXURE A TO THE AUDITOR'S REPORT

(This is the Annexure referred to in our Report of even date)

The annexure referred to in our Independent Auditors' Report to the members of the company on the financial statements for the year ended 31 March 2016, we report that:

i) (a) The Company has fixed assets. The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.

(b) In our opinion, the fixed assets have been physically verified by the management at reasonable intervals. No material discrepancies have been noticed.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no immovable properties.

(ii) The Company has no inventory. Accordingly, paragraph 3(ii) of the Order is not applicable to the Company.

(iii) The Company has not granted loans to anybody corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').

(b) There are no other loans granted to the bodies corporate listed in the register maintained under section 189 of the Act. Accordingly, paragraph 3(iii)(b) of the Order is not applicable to the Company in respect of repayment of the principal amount.

(c) There are no overdue amounts of more than rupees one lakh in respect of the loans granted to the bodies corporate listed in the register maintained under section 189 of the Act. Accordingly, paragraph 3(iii)(c) of the Order is not applicable to the Company in respect of repayment of the principal amount.

(iv) 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 Act.

(v) The Company has not accepted any deposits from the public within the meaning of sections 73 to 76 of the Act and rules framed there under to the extent notified.

(vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.

(vii)(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues. As explained to us,

the Company did not have any dues on account of employees' state insurance and duty of excise.

(b) According to the information and explanation given to us and the records of the company examined by us, there are no disputed statutory dues as at 31st March 2016.

(viii) According to the records of the Company examined by us and information and explanation given to us, the Company has no loans or borrowings from financial institution, bank or government during the year. Company has not issued any debenture.

(ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.

(x) During the Course of our examination of the books and records of the company, carried out in accordance with generally accepted auditing practice in India, and according to information and explanations given to us, we have neither come across any instance of material fraud by the company or on the company by its officers or employees, notice or reported during the year, nor have we been informed of any such case by the management.

(xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided no managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, the provision of clause 3(xvi) of the Order is not applicable to the company.



**Place: Mumbai**

**Date: 12th August, 2016**

---

---

**ANNEXURE B TO INDEPENDENT AUDITORS REPORT**

**Referred to in paragraph 8(f) of the Independent Auditor's Report of even date to the members of C2M Technologies Limited on the standalone financial statements for the year ended 31 March 2016.**

**Report on the internal financial controls under clause (i) of sub-section 3 of section 143 of the Act**

1. We have audited the internal financial controls over financial reporting of M/S. C2M Technologies Limited (the Company') as of 31 March 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**

2. 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 (ICAI). 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 accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditor's responsibility**

3. 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 of Internal Financial Controls Over Financial Reporting (the 'Guidance Note') and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls, both issued by the ICAI. Those standards and the Guidance Note require 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.

4. Our audit involves performing procedures to 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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**

6. A company's internal financial control over financial reporting is a process designed to provide 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 procedure that (1) pertain to the maintenance of records that, in reasonable details, 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent limitation of internal financial controls over financial reporting**

7. Because of the inherent limitation 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, projection of any evaluation of the internal financial 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.

**Opinion**

8. 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 on 31 March, 2016 based on the internal control over financial reporting criteria established by the Company considering the essentials components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountant of India.

**For G. C. Patel & Co.  
Chartered Accountants**



**G. C. Patel  
Partner  
MEMBERSHIP NO.:047327**

**Place: Mumbai**

**Date: 12th August, 2016**

**C2M TECHNOLOGIES INDIA LIMITED (Formally Known as Atco Research and Development Limited)  
BALANCE SHEET AS AT 31ST MARCH,2016**

PARTICULARS		Notes No.	AS AT 31.3.2016	AS AT 31.3.2015
<b>A</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Shareholders' funds</b>			
	(a) Share capital	2	10,000,000	10,000,000
	(b) Reserves and surplus	3	(19,167,650)	(19,136,775)
	(c) Money received against share warrants			-
<b>2</b>	<b>Share application money pending allotment</b>			-
<b>3</b>	<b>Non-current liabilities</b>			
	(a) Long-term borrowings	4	6,553,044	6,553,044
	(b) Deferred tax liabilities (net)		767,682	767,682
	(c) Other long-term liabilities			-
	(d) Long-term provisions			-
<b>4</b>	<b>Current liabilities</b>			
	(a) Short-term borrowings			-
	(b) Trade payables	5	1,769,975	1,765,616
	(c) Other current liabilities	6	278,893	278,893
	(d) Short-term provisions	7	350,000	350,000
	<b>TOTAL</b>		<b>551,944</b>	<b>578,460</b>
<b>B</b>	<b>ASSETS</b>			
<b>1</b>	<b>Non-current assets</b>			
	(a) Fixed assets			
	(i) Tangible assets	8	81,287	107,803
	(ii) Intangible assets			-
	(iii) Capital work-in-progress			-
	(iv) Intangible assets under development			-
	(v) Fixed assets held for sale			-
	(b) Non-current investments			-
	(c) Deferred tax assets (net)			-
	(d) Long-term loans and advances	9	470,657	470,657
	(e) Other non-current assets			-
<b>2</b>	<b>Current assets</b>			
	(a) Current investments			-
	(b) Inventories			-
	(c) Trade receivables			-
	(d) Cash and cash equivalents			-
	(e) Short-term loans and advances			-
	(f) Other current assets			-
	<b>TOTAL</b>		<b>551,944</b>	<b>578,460</b>

**Significant Accounting Policies**

1

In terms of our report attached.

**For G.C.Patel & Co.**  
**Chartered Accountants**  
FRN:113693W  
**Chartered Accountants**

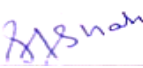
  
  
**G. C. Patel**

Mem.No.047327

Place : Mumbai  
Date : 12th August,2016

**For and on behalf of the Board of Directors**

  
**Vikram Doshi**  
Director

  
**Sanjay Shah**  
Director

Place :Mumbai  
Date : 12th August,2016

**STATEMENT OF PROFIT AND LOSS AS AT 31ST MARCH,2016**

PARTICULARS		Notes No.	AS AT 31.3.2016	AS AT 31.3.2015
1	Revenue from operations (gross)		-	-
	Less: Excise duty		-	-
	Revenue from operations (net)		-	-
2	Other income		-	-
3	Total revenue (1+2)		-	-
4	Expenses			
	(a) Cost of materials consumed		-	-
	(b) Purchases of stock-in-trade		-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade		-	-
	(d) Employee benefits expense		-	-
	(e) Finance costs		-	-
	(f) Depreciation and amortisation expenses	8	26,516	27,386
	(g) Other expenses	10	4,359	4,516
	Total expenses		<b>30,875</b>	31,902
5	Profit / (Loss) before exceptional and extraordinary items and tax		<b>(30,875)</b>	(31,902)
6	Exceptional items			-
7	Profit / (Loss) before extraordinary items and tax (5 + 6)		<b>(30,875)</b>	(31,902)
8	Extraordinary items			-
9	Profit / (Loss) before tax (7 + 8)		<b>(30,875)</b>	(31,902)
10	Tax expense:			
	(a) Deferred tax			-
	Total(10)			-
11	Profit / (Loss) for the year(9 +10)		<b>(30,875)</b>	(31,902)
12	Earnings per share (of Rs.10/-each)			
	(a) Basic			
	(i) Continuing operations		<b>(0.031)</b>	(0.032)
	(b) Diluted			
	(i) Continuing operations		<b>(0.031)</b>	(0.032)

**Significant Accounting Policies**

1

In terms of our report attached.


**For G.C.Patel & Co.**  
**Chartered Accountants**  
**FRN:113693W**  
**Chartered Accountants**

  
**G. C. Patel**

**Mem.No.047327**

Place : Mumbai  
Date : 12th August,2016

**For and on behalf of the Board of Directors**

  
**Vikram Doshi**

**Director**

Place : Mumbai

Date : 12th August,2016

  
**Sanjay Shah**

**Director**

**Note No. "2":- SHARE CAPITAL**

Particulars	AS AT 31.3.2016		AS AT 31.3.2015	
	Number of shares	Amount	Number of shares	Amount
<b>(a) Authorised</b> 10,00,000 Equity shares of Rs.10 each with voting rights(P.Y.10,00,000 Equity Share of Rs.10/- each)	1,000,000	10,000,000	1,000,000	10,000,000
<b>(b) Issued</b> 10,00,000 Equity shares of Rs.10 each with voting rights(P.Y.10,00,000 Equity Share of Rs.10/- each)	1,000,000	10,000,000	1,000,000	10,000,000
<b>(c) Subscribed and fully paid up</b> 10,00,000 Equity shares of Rs.10 each with voting rights(P.Y.10,00,000 Equity Share of Rs.10/- each)	1,000,000	10,000,000	1,000,000	10,000,000
<b>Total</b>		10,000,000		10,000,000

**Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period**

	AS AT 31.3.2016		AS AT 31.3.2015	
	Number of shares	Amount	Number of shares	Amount
At the Beginning of period	1,000,000	10,000,000	1,000,000	10,000,000
Add:- Issued during the year	-	-	-	-
Less:- Brought Back during the year	-	-	-	-
Outstanding at the end of period	1,000,000	10,000,000	1,000,000	10,000,000

**Details of each shareholder holding more than 5% shares:**

Name of Shareholder	AS AT 31.3.2016		AS AT 31.3.2015	
	%	Qty	%	Qty
Atcom Technologies Limited	100.00	10,000,000	100.00	10,000,000

**Note No. "3":- RESERVES AND SURPLUS**

	AS AT 31.3.2016	AS AT 31.3.2015
Opening Balance of Profit and Loss Account	(19,136,775)	(19,104,873)
Add/(Less):-Profit/(Loss) during the year	(30,875)	(31,902)
Closing Balance at the end of year	(19,167,650)	(19,136,775)
<b>Total</b>	<b>(19,167,650)</b>	<b>(19,136,775)</b>

**Note No. "4":-LONG TERM BORROWINGS**

	AS AT 31.3.2016	AS AT 31.3.2015
<b>Unsecured</b>		
From Holding Company	6,553,044	6,553,044
<b>Total</b>	<b>6,553,044</b>	<b>6,553,044</b>

**Note No. "5":-TRADE PAYABLE**

	AS AT 31.3.2016	AS AT 31.3.2015
Trade payable	1,769,975	1,765,616
<b>Total</b>	<b>1,769,975</b>	<b>1,765,616</b>

**Note No. "6":- OTHER CURRENT LIABILITIES**

	AS AT 31.3.2016	AS AT 31.3.2015
Other Liabilities	278,893	278,893
<b>Total</b>	<b>278,893</b>	<b>278,893</b>

**Note No. "7":- SHORT TERM PROVISION**

	AS AT 31.3.2016	AS AT 31.3.2015
Provision for Tax	350,000	350,000
<b>Total</b>	<b>350,000</b>	<b>350,000</b>

**Note No. "9":- LONG TERM LOANS AND ADVANCE**

	AS AT 31.3.2016	AS AT 31.3.2015
Balance with Government Authorities	467,909	467,909
(b) Other loans and advances		
Unsecured, considered good	2,748	2,748
<b>Total</b>	<b>470,657</b>	<b>470,657</b>

**Note No. "10":- OTHER EXPENSES**

	AS AT 31.3.2016	AS AT 31.3.2015
Audit Fees	1,718	1,500
Fees and Taxes	2,641	3,016
Printing and Stationery	-	-
Professional Charges	-	-
<b>Total</b>	<b>4,359</b>	<b>4,516</b>

NoteNo. "8" :- TANGIBLE ASSETS

	Gross block				Depreciation				Net Block	
	AS AT 01.04.2015	Additions/Adustm ent during the period	Deductions/ Retirement during the period	AS AT 31.03.2016	AS AT 01.04.2015	For the period	Additions/ Adustment during the period	AS AT 31.03.2016	AS AT 31.03.2016	AS AT 31.03.2015
<b>Tangible Assets:-</b>										
Air Conditioner	382,065	-	-	382,065	312,991	18,148	-	331,139	50,926	69,074
Plant & Machinery	1,627,541	-	-	1,627,541	1,627,541	-	-	1,627,541	-	-
Office Equipments	85,190	-	-	85,190	71,135	4,047	-	75,182	10,008	14,055
Electrical Installation	55,029	-	-	55,029	41,875	2,614	-	44,489	10,540	13,154
Tools & Equipment	35,933	-	-	35,933	24,413	1,707	-	26,120	9,813	11,520
<b>Total</b>	<b>2,185,758</b>	<b>-</b>	<b>-</b>	<b>2,185,758</b>	<b>2,077,955</b>	<b>26,516</b>	<b>-</b>	<b>2,104,471</b>	<b>81,287</b>	<b>107,803</b>
<b>Previous Year</b>	<b>2,185,758</b>	<b>-</b>	<b>-</b>	<b>2,185,758</b>	<b>2,050,569</b>	<b>27,386</b>	<b>-</b>	<b>2,077,955</b>	<b>107,803</b>	<b>135,189</b>