

OMNI AX'S SOFTWARE LIMITED

No. 1, Wallers Lane, 1st Floor, Room No. 3,
Mataji Complex, Near India Silk House,
Mount Road, Chennai - 600002
Mob. No. 09003113372
Email: omniax2015@gmail.com
CIN - L30006TN1992PLC022439

Date: November 30, 2016

To,
The Manager,
Department of Corporate Services,
The Bombay Stock Exchange Limited,
Floor-25, P. J. Towers,
Dalal Street,
Mumbai- 400001

Dear Sirs,

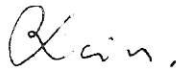
Sub: Submission of Annual Report for the Financial Year 2015-16

Please find enclosed herewith the Annual Report of the Company for the Financial Year 2015-16 adopted in the Annual General Meeting held at September 30, 2016.

Please acknowledge the receipt.

Thanking you.

Yours sincerely,
For Omni Ax's Software Limited



Director

OMNI AX'S SOFTWARE LIMITED

2015 - 16



TWENTY FOURTH ANNUAL REPORT

**NO. 1, WALLERS LANE, 1ST FLOOR,
ROOM NO. 3, MATAJI COMPLEX,
NEAR INDIA SILK HOUSE,
MOUNT ROAD,
CHENNAI- 600002**

Board of Directors

Subhas Banerjee
Rajendra Jain
Jaybalan Jayakumar

Auditors

Sibsankar & Associates.,
Chartered Accountants,
Ak-177,
Salt Lake City,
Kolkata- 700091
Email- sibsankar.chakraborti@gmail.com
Mob: 9830156836

Bankers

ICICI Bank,
Adyar Branch
Chennai – 600 020

Registered Office

No.1, Wallers Lane.
1st Floor,
Room No. 3,
Mataji Complex,
Near India Silk House,
Mount Road,
Chennai- 600002
E-mail : omniax2015@gmail.com

Share Transfer Agents

Cameo Corporate Services limited,
1, Subramaniam Building,
Club House Road,
Off Mount Road,
Chennai – 600 002
Ph.: (044) 284603900
Fax: (044) 28640129

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NOTICE

NOTICE is hereby given that the Twenty-Fourth Annual General Meeting of the members of the Company will be held on Friday, September 30, 2016 at 10.30 A.M at Asha Nivas, 9 Rutland Gate, 5th Street, Nungambakkam, Chennai – 600 006 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31.03.2016, the Profit & Loss account for the period ended on 31.03.2016 and to consider the reports of the Directors and Auditors thereon.
2. To appoint directors in place of Mr. Rajendra Jain who retires by rotation and being eligible offers himself for re-appointment
3. To appoint the Statutory Auditors of the Company and to fix their remuneration following resolution, with or without modification(s), as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provision of Sections 139 and 142 of the Companies Act, 2013, and Rules made thereunder, and the recommendation of Audit Committee and pursuant to resolution passed by the members at the AGM held on September 30, 2015 the appointment of Mr. Sibsankar Chakraborti, Chartered Accountants, Kolkata (FRN: 323691E) as the Statutory Auditors of the Company to hold office be and is hereby ratified at a remuneration fixed by Board of Directors in consultation with the Audit Committee.”

SPECIAL BUSINESS

4. Appointment of Mr. Subhas Banerjee as an Independent Director of the Company

To consider, and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provision of Section 149,152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof) Mr. Subhas Banerjee who was appointed as Additional (Independent) Director of the Company by the Board of Directors be at its meeting held on May 30, 2016 and whose term expires on this Annual General Meeting proposing his candidature for office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five (5) consecutive years.”

By Order of the Board

Place : Chennai

Date : August 13, 2016

Director


Director

NOTES:

1. Explanatory statement pursuant to section 102(1) of the Companies Act, 2013 is attached herewith.
2. A member entitled to attend and vote at the annual general meeting is entitled to appoint proxy to attend and vote on a poll instead of himself/herself and such proxy need not be a member of the company. Instrument of proxies in order to be effective must be deposited with the company at its registered office not less than 48 hours before the commencement of the meeting.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. Corporate Members intending to send their authorised representatives to attend the meetings are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. The details of Director seeking appointment/re-appointment in terms of Clause 49 of the Listing Agreement are annexed hereto and forms part of this Notice.
6. Pursuant to the provision of section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from 24th September, 2016 to 30th September 2016 (both days inclusive) in connection with the Annual General Meeting.
7. Members who have not registered their e-mail addresses so far are requested to register their e-mail address, in respect of electronic holdings with the Depository through their Depository Participants or send an e-mail to at . Cameo Corporate Services Limited, Registrar and Share Transfer Agent, for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
8. The Notice of the 24th AGM and instructions for e-voting along with Attendance slip and Proxy Form is being sent by electronic mode to all members whose e-mail addresses are registered with the Company/Depository participants. Members who have not registered their e-mail addresses, physical copies of the aforesaid documents are being sent by the permitted mode.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Registrars and Share Transfer Agents.
10. Voting through electronic means
In compliance with the provisions of Sections 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company is pleased to provide its members facility to exercise their right to vote at 24th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL).

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A.. The instructions for shareholders voting electronically are as under:

- a) The voting period begins on 27th September, 2016 (9.00 am) and ends on 29th September, 2016 (5.00 pm) during this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 24th September, 2016 (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- b) The shareholders should log on to the e-voting website www.evotingindia.com.
- c) Click on Shareholders.
- d) Now Enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- e) Next enter the Image Verification as displayed and Click on Login.
- f) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- g) After entering these details appropriately, click on "SUBMIT" tab.
- h) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- i) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- j) Click on the EVSN for relevant OMNI Ax's Software Limited on which you choose to vote.
- k) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- l) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- m) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- n) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- o) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- p) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password& enter the details as prompted by the system.

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q) Note for Non – Individual Shareholders and Custodians

- ◆ Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- ◆ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- ◆ After receiving the login details a “compliance user” should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- ◆ The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- ◆ A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

r) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.


- The voting rights of shareholders shall be in proportion to their shares of the paid up equity Share capital of the Company as on the cut-off date 23rd September, 2016.
- E-voting right cannot be exercised by a Proxy.
- The Company has appointed Ms. Sweety Kapoor, Practicing Company Secretary (ACS No. 6410, CP No. 5738) as the scrutinizer for conducting the e-voting process in the fair and transparent manner.
- The scrutinizer shall within a period not exceeding three working days from the conclusion of e-voting period unblock the votes in presence of at least two witnesses not in the employment of the company and make a Scrutinizer’s report of the votes cast in favour or against and submit his final report to Chairman of the company within three working days after the conclusion of e-voting period.
- The results of Annual General Meeting shall be declared by the Chairman or his authorized representative or any one Director of the Company on or after annual general meeting within the prescribed time limits.
- The result declared along with the Scrutinizer’s Report shall be placed on the website of CDSL within the prescribed time and will also be forwarded to all the Stock exchanges in India where the share of the Company are listed.
- The scrutinizer’s decision on the validity of e-voting will be final.

By Order of the Board

Place : Chennai

Date : August 13, 2016

Director


Director

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DIRECTORS' REPORT

Your Directors present the Twenty-Fourth Annual Report together with the Audited Accounts of the Company for the Financial Year ended on 31st March 2016.

FINANCIAL HIGHLIGHTS

The financial results of the Company during the year under review as compared to the previous year are summarized as under:

PARTICULARS	31.03.2016	31.03.2015
Sales & Other Income	4500	202000
Profit / (Loss) before Depreciation and Tax	(392909)	(618459)
Less: Depreciation	68428	103,004
Profit / (Loss) before Tax	(461337)	(721463)
Provision for Deferred Tax – Asset	(12,421)	(12,421)
Profit / (Loss) after Tax	(448916)	(709042)
Weighted Average number of Shares	17,218,759	17,218,759
EPS Basic & Diluted	(0.03)	(0.04)

DIVIDEND

Your directors do not recommend any dividend as there was a loss during the year under review.

PUBLIC DEPOSITS AND LOANS/ ADVANCES

The Company has not accepted any public deposits during the financial year. The particulars of loans/ advances and investment in its own shares by listed companies, their subsidiaries, associates etc. required to be disclosed in the annual accounts of the company pursuant to Clause 32 of the listing agreement with the company, are furnished separately.

DIRECTORS

Mr. Rajendra Jain retires by rotation and being eligible offers himself for re-appointment. The Board recommends his re-appointment. Mr. N. K. Premanandhan has resigned during the year from the directorship of the Company. Mr. Subhas Banerjee has been appointed during the year as an Additional Director w.e.f May 30, 2016.

INDUSTRIAL RELATIONS AND HUMAN RESOURCE MANAGEMENT

The Company is constantly working to create a congenial work environment and motivating employees at all levels and shall always place all necessary emphasis on continuous development of its human resource.

SUBSIDIARIES

The Company does not have any subsidiary Company.

HEALTH, SAFETY AND ENVIRONMENTAL PROTECTION

The Company has been regularly complying with relevant laws and has been taking all necessary measures to protect the environment and maximize worker protection and safety.

AUDITORS

The appointment of Mr. Sibsankar Chakraborti, Chartered Accountants, Kolkata (FRN: 323691E) as the Statutory Auditors of the Company be and is hereby ratified at a remuneration fixed by Board of Directors in consultation with the Audit Committee.”

AUDITORS REPORT

The notes on accounts are self explanatory to the comments made by the Auditors in their Report and therefore do not call for any further explanations.

LISTING

The shares of the company are listed in Bombay Stock Exchange.

CORPORATE GOVERNANCE

The report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement along with the Auditors' Certificate for its due compliance forms part of the Annual Report. Your company has taken adequate steps for compliance with the Corporate Governance guidelines, as amended from time to time.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information regarding conservation of energy and technology absorption are not applicable to your company. There were no foreign exchange earnings and outgo during the financial year.

DIRECTORS RESPONSIBILITY STATEMENT

As required under Section 134(5) of the Companies Act, 2013, your Directors confirm :

- i. that in preparation of accounts, applicable accounting standards have been followed;
- ii. that directors have selected such accounting policies and applied them constantly and made judgments and estimates that are reasonable and prudent to give a true and fair view of state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period.
- iii. that Directors have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities; and
- iv. that the directors have prepared Annual Accounts on a Going Concern basis.

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PARTICULARS OF EMLPOYEES U/S 134 OF THE ACT

None of the employees have received remuneration in excess of the sum prescribed u/s 134 of the Companies Act, 2013.

MANAGEMENT DISCUSSION AND ANALYSIS

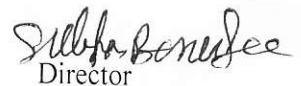
A separate section on Management Discussion and Analysis Report forming part of the Annual report is attached.

ACKNOWLEDGMENT

Your directors would like to place on record their sincere gratitude to the shareholders, bankers, business associates, clients for their continued patronage and co-operation. The directors are also happy to place on record their appreciation for the whole hearted commitment and contribution made by all the employees and look forward to their continued support.

For and on behalf of the Board

Director


Director

Date:

Place: Chennai

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY

Corporate governance is the application of best management practices, compliance of laws and adherence to ethical standards, transparency to achieve Company's objectives. The company is committed to the principles of good corporate governance

2. BOARD OF DIRECTORS

The composition of the board and category of the directors are given in table below. During the financial year 2015-16 five (5) board meetings were held on 30.05.2015, 12.08.2015, 14.08.2015, 13.11.2015 and 12.02.2016.

Name	Category	Board meetings attended	Last AGM attended	Other Directorship	Committee Chairman (other than OMNI)
Rajendra Jain	Chairman and Executive	5	Yes	2	2
N. K. Premanandhan	Independent	0	No	NIL	NIL
Jayakumar Jayabalan	Independent	5	Yes	1	NIL

The composition of the Board having executive directors and independent directors is in conformity with the stipulation of clause 49 of the Listing Agreement with Bombay Stock Exchange.

3. BOARD COMMITTEES

A. AUDIT COMMITTEE

Major terms of reference of Audit Committee are :

- Effective supervision of the transparent financial reporting process, disclosure of its financial information, ensuring compliance with established accounting standards, policies, procedure and statutory regulations.
- Evaluate adequacy of internal financial controls and risk management system and its effectiveness and recommend appropriate measures as deemed fit.
- Reviewing the financial results of the company each quarter/year and Auditors' report thereon before the same are placed at the board meeting for approval.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company

Composition and Attendance

Directors	Category	Designation	Meetings Attended
Jayabalan Jayakumar	Independent	Chairman	4
N. K. Premanandhan	Independent	Member	0
Rajendra Jain	Executive	Member	4

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During the year ended March 31, 2016 four meetings of the Audit Committee were held on 30.05.2015, 14.08.2015, 13.11.2015 and 12.02.2016.

The company derived considerable benefits from the deliberations of the Audit committee.

B. NOMINATION & REMUNERATION COMMITTEE

No such meeting was held during the year.

C. STAKEHOLDER'S RELATIONSHIP COMMITTEE

The company and its Registrar and Share Transfer Agent (RTA) attend to all grievances of the shareholders and investors. The committee oversees the performance of the RTA and specially looks into redressal of shareholders /investors complaints relating to delay in transfer of shares, non receipt of shares etc and recommends measures to improve the Shareholders / Investors services.

The committee met four times during the year under review on 30.05.2015, 14.08.2015, 13.11.2015 and 12.02.2016.

Composition and Attendance

Directors	Category	Designation	Meetings Attended
Jayabalan Jayakumar	Independent	Chairman	4
N.K. Premanandhan	Independent	Member	0
Rajendra Jain	Executive	Member	4

During the year no complaints have been received and as a procedure no complaint remains pending / unattended for more than 30 days.

Mr. Rajendra Jain, Director is the Compliance Officer of the company.

D. GENERAL BODY MEETING

Particulars of the Annual General Meeting held during the last three years are as under:

Year	Date	Time	Venue
2014-15	30.09.2015	10.00 AM	Asha Nivas, 9 Rutland Gate, 5 th Street, Nungambakkam, Chennai- 600006
2013 - 14	26.09.2014	10.30 AM	Asha Nivas, 9 Rutland Gate, 5 th Street, Nungambakkam, Chennai- 600006
2012 - 13	28.09.2013	10.30 AM	Asha Nivas, 9 Rutland Gate, 5 th Street, Nungambakkam, Chennai- 600006

No Special Resolution was passed during the last three Annual General meetings.

No Extraordinary General Meeting was held during the last financial year.

No resolution was passed during last financial year by postal ballot.

E. DISCLOSURE

There were no materially significant related party transactions with the promoters, directors or the management, subsidiaries or relatives that have potential conflict with the interests of company at large. The company has followed the guidelines of Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.

F. COMPLIANCES

The Board reviews periodically compliance reports required under all laws and regulations applicable to the company. The company has complied with the mandatory requirements of the code of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Stock Exchange and has submitted all quarterly reports in the prescribed format to the Exchange during the year.

The Statutory Auditors of the company have certified that the company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Stock Exchange and the same is annexed to the Directors Report.

CEO/CFO certificate to the Board as required under Cause 49(v) of the Listing Agreement annexed herewith forms part of this report.

G. MEANS OF COMMUNICATION

The quarterly unaudited financials and the annual audited results are sent forthwith to the Stock Exchange in the prescribed format for uploading in their website. The results are also published in a National English daily and a local language daily news paper. Quarterly results are not sent to shareholders.

H. MANAGEMENT DISCUSSION AND ANALYSIS

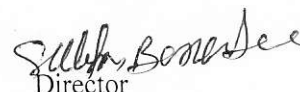
The Management Discussion and Analysis report is attached.

I. GENERAL SHAREHOLDERS INFORMATION

A separate section on above is annexed to form part of Annual Report.

For and on behalf of the Board

Director


Director

Date:

Place: Chennai

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GENERAL SHAREHOLDERS INFORMATION

Annual general Meeting:	:	24 th AGM
Date	:	30 th September 2016
Time	:	10.30 AM
Venue	:	Asha Nivas, 9, Rutland Gate, 5 th Street, Nungambakkam , Chennai – 600 006
Financial Year	:	2015-2016
Book Closure Dates	:	24/09/16 to 30/09/16 (both days inclusive)
Listing on Stock Exchange	:	Bombay Stock Exchange
Scrip Code	:	526483
Registrar & Transfer Agent (RTA)	:	M/S Cameo Corporate Services Ltd 1, Subramaniam Road Club House Road, Mount Road Chennai – 600 002
Address for Communication	:	No.1, Wallers Lane, 1 st Floor, Room No.3, Mataji Complex, Near India Silk House, Mount Road, Chennai – 600 002

SHARE TRANSFER SYSTEM

The company and its Registrar and Share Transfer Agent (RTA) attend to all activities relating to transfer of shares. Transfer applications along with relevant documents are required to be sent to the company or directly to RTA and the same is processed within 30 days of receipt if all documents are proper and no further clarification is required. In case of demat shares transfers are processed by CDSL/NSDL through the respective depository participants.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE, DEVELOPMENT AND OUTLOOK

Global economy continues to be sluggish. Subdued growth in the developed Markets has impacted the developing market and growth in these markets has slowed down considerably. Political instability has significantly affected the growth in the domestic market. Despite a lower economic growth, the demand in the domestic Software Services sector is likely to be good and increasingly broad based.

BUSINESS PLAN AND STRATEGIES

Company continues to support its plans to revitalize software development segment and provide services to the large houses that provide technology and other R&D services globally. It has plans to support projects like "E learning on net", "I – tuition" which are gaining grounds. Company will continue its effort in trading activity of Hardware.

INTERNAL CONTROL SYSTEM AND ITS ADEQUACY

The system of internal control has been established to provide reasonable assurance of safeguarding assets, maintenance of proper accounting records in compliance with applicable Laws and Regulations to ensure reliability of financial statements and reports. The Statutory Auditors and the Audit Committee review all financial statements and ensure adequacy of internal control systems.

RISK MANAGEMENT

Risk evaluation and management is an ongoing process in the company.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company is constantly working to create a congenial work environment and motivating employees at all levels and shall always place all necessary emphasis on continuous development of its human resource.

CAUTIONARY STATEMENT

Statements in the Management discussion and analysis describing the company's objectives, projections, estimates and expectations may be "forward looking statements" within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the company's operations include economic conditions affecting demand/supply and prices conditions in the domestic and overseas markets in which the company operates/ going to operate, changes in government regulations, tax laws and other statutes and other incidental factors.

For and on behalf of the Board

Director


Director

Date:

Place: Chennai

DECLARATION OF CODE OF CONDUCT

Dear Sirs,

This is to confirm that the Board has laid down a code of conduct for all Directors and Senior Management Personnel of the Company. The said code has been communicated to the Directors and members of Senior Management. There is no website of the company.

It is further confirmed that all directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended 31st March, 2016 as envisaged in Clause 49 of the Listing Agreement with stock exchange.

For and on behalf of the Board

Director


Director

Date:

Place: Chennai

CEO / CFO Certification

Dear Sirs,

In connection with the Audited Financial Results for the Financial Year ended 31st March, 2016, I Rajendra Jain, Director certify that

- (a) we have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affair and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) we accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to the financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or propose to be taken to rectify these deficiencies.
- (d) we have indicated to the auditors and the audit committee
 - (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For and on behalf of the Board

Date :
Place: Chennai

Director


Director

INDEPENDENT AUDITORS' REPORT

To

The Members of

OMNI AX'S SOFTWARE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of OMNI AX'S SOFTWARE LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March 2016, 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 and 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 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 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.

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 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 control system over financial reporting and the operating effectiveness of such controls. An

SIBSANKAR & ASSOCIATES
Chartered Accountants

AK-177, Sector –II , Salt Lake City
Kolkata – 700091
Telephone No – 23591047
Mobile No – 9830156836
Email–sibsankar_chakraborti@rediffmail.com

audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in the Basis for Qualified opinion paragraph, 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:

- In case of the balance sheet, of the state of affairs of the company as at March 31, 2016
- In case of the statement of profit and loss, of the Profit for the year ended on that date and
- In case of the Cash flow statement, of the Cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure I" a statement on matters specified in paragraphs 3 and 4 of the Order to the extent applicable.

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

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.

- i) 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
- ii) The Balance Sheet, the Statement of Profit and Loss and Cash flows statement dealt with by this Report are in agreement with the books of account.
- iii) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- iv) On the basis of 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.
- v) 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 2".

SIBSANKAR & ASSOCIATES

Chartered Accountants

AK-177, Sector -II , Salt Lake City

Kolkata – 700091

Telephone No – 23591047

Mobile No – 9830156836

Email–sibsankar_chakraborti@rediffmail.com

vi) With respect to the other matters included in the Auditor's Report and in accordance with Rule 11 of Companies (Audit and Auditors) Rules, 2014 and in our opinion and to the best of our information and explanations given to us:

a) The Company has disclosed the impact of pending litigations on its financial position in its financial statements.

b) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Sibsankar & Associates

Chartered Accountants

FRN: 323691E

(Sibsankar Chakraborti)

Proprietor

Membership No.: 052745

Place: Kolkata

Date:

SIBSANKAR & ASSOCIATES

Chartered Accountants

AK-177, Sector –II , Salt Lake City

Kolkata – 700091

Telephone No – 23591047

Mobile No – 9830156836

Email–sibsankar_chakraborti@rediffmail.com

Annexure referred to in paragraph 1 of our report of even date

Re: OMNI AX'S SOFTWARE LIMITED

- i.
 - a) According to the information and explanations furnished to us, the company has proper records showing full particulars, including quantitative details and situation of Fixed Assets.
 - b) According to the information and explanations furnished to us, there is a regular program of verification, which in our opinion, is reasonable having regard to the size of the Company. No material discrepancies were noticed on such verification.
- ii.
 - a) According to the information and explanations furnished to us, there are no Inventories in the Company during the year under review.
 - b) According to the information and explanations furnished to us, no discrepancies noticed on such verification.
- iii. According to the information and explanations given to us, the Company has not granted any Loans to any of the parties covered in the register maintained under section 189 of the Act.
- iv. In our opinion and according to the information and explanations given to us, the provisions in respect of loans, investments, guarantees, and security; i.e. Section 185 and 186 of the Companies Act, 2013 are not applicable to the Company during the year.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the Act and rules framed there under.
- vi. We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules made by the Central Government for maintenance of Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013 and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii.
 - a. According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues with appropriate authorities including provident fund, employees state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, Value added tax, cess and any other statutory dues applicable to it.
 - b. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, sales tax, duty of custom, duty of excise, Value added tax or cess and any other statutory dues applicable to it were in arrears as at 31st March 2016 for a period more than six months from the date they became payable.

- viii. According to the records of the Company examined by us and the information and explanations given to us, the company has not defaulted in repayment of dues to any financial institution or bank or debenture holders, as applicable, as at the Balance sheet date.
- ix. In our opinion and according to the information and explanations given to us, Company has not taken any term loans (to be applied for the purpose for which the loans were obtained).
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the Generally Accepted Accounting Practice in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company noticed or reported during the year, nor have we been informed of such case by the management.
- xi. According to the records of the Company examined by us and the information and explanations given to us, managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V of Companies Act 2013.
- xii. In our opinion, the company is not a Nidhi company. Therefore, the provisions of clause 3 (xii) of the Companies (Auditor's Report) Order, 2016 are not applicable to the company.
- xiii. According to the records being maintained by the Company and examined by us, there were no transactions with the related parties as stipulated u/s 188 of Companies Act, 2013 and wherever applicable, all the details have been appropriately disclosed in the Financial Statements as required under the applicable Accounting Standards.
- xiv. According to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv. According to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with them.
- xvi. According to the information and explanations given to us, in our opinion the company is not required to get registration under section 45-IA of the Reserve Bank of India Act, 1934.

For Sibsankar & Associates

Chartered Accountants

FRN: 323691E

Place: Kolkata

Date:

(Sibsankar Chakraborti)

Proprietor

Membership No.: 052745

“Annexure 2”**Annexure to the Independent Auditor’s Report of even date on Financial Statements of OMNI AX’S SOFTWARE LIMITED (“the Company”).****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

To the Members of OMNI AX’S SOFTWARE LIMITED (“the Company”)

We have audited the internal financial controls over financial reporting of as of **OMNI AX’S SOFTWARE LIMITED** (“the Company”) as of **March 31, 2016** in conjunction with our audit of 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 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 judgment, 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.

SIBSANKAR & ASSOCIATES

Chartered Accountants

AK-177, Sector -II, Salt Lake City

Kolkata – 700091

Telephone No – 23591047

Mobile No – 9830156836

Email–sibsankar_chakraborti@rediffmail.com

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 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 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.

Opinion

In our opinion, the Company has, in all material respects, have 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.

India”].

For Sibsankar & Associates

Chartered Accountants

FRN: 323691E

Place:Kolkata

Date:

(Sibsankar Chakraborti)

Proprietor

Membership No.: 052745

M/s. OMNI AX'S SOFTWARE LIMITED

Balance Sheet as at 31st March, 2016

Particulars	Schedule No	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
<u>I. EQUITY AND LIABILITIES</u>			
(1) Shareholder's Funds			
(a) Share Capital	2	172,187,590	172,187,590
(b) Reserves and Surplus	3	(46,155,579)	(45,706,664)
(2) Non-Current Liabilities			
(a) Long-term borrowings	4	4,190,500	4,496,000
(b) Deferred tax liabilities (Net)	5	1,579,789	1,592,210
(3) Current Liabilities			
(a) Trade payables		11,848	-
(b) Other current liabilities	6	777,254	890,009
Total		132,591,402	133,459,146
<u>II. ASSETS</u>			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	7	440,121	508,549
(ii) Intangible assets (Goodwill)		53,762,872	53,762,872
(b) Non-current investments	8	48,500,000	48,500,000
(c) Rental Deposit		-	203,000
(2) Current assets			
(a) Trade receivables	9	5,200,000	5,200,000
(b) Cash and cash equivalents	10	618,415	577,860
(c) Short-term loans and advances	11	19,120,444	24,706,865
(d) Other Current Assets		4,949,550	-
Total		132,591,402	133,459,146

Significant Accounting Policies

1

Notes to the Accounts

2-13.

As per my report attached of even date

For an on behalf of the Board

For Sibsankar & Associates

Chartered Accountants

FRN : 323691E

Director

Sulendra Bose
Director

Sibsankar Chakraborti

Proprietor

Mem. No- 052745

Place: Chennai

Date : *May 30, 2016*

M/s. OMNI AX'S SOFTWARE LIMITED

Profit and Loss statement for the year ended 31st March, 2016

Particulars	Schedule No	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
Income:			
Revenue from operations		-	200,000
Other Income		4,500	2,000
Total Revenue		4,500	202,000
Expenses:			
Cost of materials consumed			
Purchase of Stock-in-Trade(Software)			
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade			-
Employee benefit expense	12	105,500	212,360
Depreciation and amortization expense	7	68,428	103,004
Other expenses	13	291,909	608,099
Total Expenses		465,837	923,463
Profit before extraordinary items and tax		(461,337)	(721,463)
Less: Exceptional Items		-	-
Profit before extraordinary items and tax		(461,337)	(721,463)
Less: Extraordinary Items		-	-
Profit before tax		(461,337)	(721,463)
Less: Tax expenses			
(1) Current tax			
(2) Deferred tax		(12,421)	(12,421)
Profit(Loss) from the period from continuing operations		(448,916)	(709,042)
Profit/(Loss) from discontinuing operations		-	-
Tax expense of discounting operations		-	-
Profit/(Loss) from Discontinuing		-	-
Profit/(Loss) for the period		(448,916)	(709,042)
Earning per equity share:			
Basic and Diluted		(0.03)	(0.04)

Significant Accounting Policies

1

Notes to the Accounts

2-13.

As per my report attached of even date

For an on behalf of the Board

For Sibsankar & Associates

Chartered Accountants

FRN : 323691E

Director

Sibsankar Chakraborti
Director

Sibsankar Chakraborti

Proprietor

Mem. No- 052745

Place: Chennai

Date : *May 30, 2016*

M/s. OMNI AX'S SOFTWARE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016

Particulars	2015-2016 (Rs.in Lakhs)	2014-2015 (Rs.in Lakhs)
A: CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit/Loss before Tax And Extra Ordinary Items	(4.61)	(7.21)
Adjustment for:		
- Depreciation	0.68	1.03
- Tax Expenses	-	-
- Other Income	-	-
Net Cash before Working Capital changes	(3.93)	(6.18)
Adjustment for:		
- Trade & Other Payables	1.01	2.76
- Trade Receivables & Other Assets	8.40	2.27
Net Cash after Working Capital changes	7.39	0.49
Net Cash From Operating Activities	3.46	(5.69)
B: CASH FLOW FROM INVESTING ACTIVITIES:		
- Sale of Fixed Assets		-
- Sale of Investments		-
- Purchase of Shares		-
Net Cash used in Investing Activities		
C: CASH FLOW FROM FINANCING ACTIVITIES:		
-Increase/ (Decrease) In Unsecured Loan	(3.06)	5.56
- Decrease In Secured Loan		-
Net Cash From Financing Activities	(3.06)	5.56
Net Increase in Cash & Cash Equivalents	0.40	(0.13)
Cash & Cash equivalents at the beginning of the year	5.78	5.91
Cash and Cash Equivalents at the end of the year	6.18	5.78

For and on behalf of the Board

Place: Chennai.

Date : May 30, 2016

Director

Director

1. SIGNIFICANT ACCOUNTING POLICIES

a) Basis of Preparation

The financial statements have been prepared to comply in all material respects with the Accounting Standards notified by the Companies Accounting Standards Rules, 2006 (as amended) and the Generally Accepted Accounting Principles (GAAP) which comprises of mandatory Accounting Standards prescribed u/s 133 of the Companies Act, 2013 to the extent possible. The accounts of the Company are prepared on the basis of historical cost convention on accrual basis except where otherwise stated.

b) Revenue recognition

Revenue is recognised on transfer of significant risk and reward that can be reliably measured and there exists no significant uncertainty in its ultimate realisation. Revenue from software development is recognized based on software developed or man-hours spent as per specific terms of contracts. Income from interest on loans forming part of other income is recognized on accrual basis.

c) Fixed Assets

Fixed assets are stated at historical cost less accumulated depreciation. Cost includes all cost incurred to bring the asset to its working condition for its intended use.

d) Depreciation

Depreciation on fixed assets is provided on Straight Line Basis .

e) Taxes on Income

The Company makes necessary provision for Income Tax, taking into account the allowances and exemptions admissible under the Income Tax Act, 1961. Deferred Tax resulting from "timing difference" between book and tax profits is accounted for at the current rate of tax. Deferred Tax asset is recognised to the extent they are expected to crystallize in future.

f) Investments

Long-term investments are stated at cost and any decline, other than temporary, in the value of such investments, is charged to the Profit and Loss Account. Current investments are stated at lower of cost and market value.

g) Impairment

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Profit & Account in the year in which an asset is identified as impaired. In case of a change in recoverable value, impairment loss is reversed immediately. Based on available information there is no impairment of asset estimated during the year.

h) Miscellaneous Expenditure

Represents preliminary expenses amortized over a period of time. Public issue expenses are written off over a period of ten years. ROC fees for filing authorized capital which is not considered as revenue expenditure and is amortized over the period of five years.

i) Employee Benefits

Short term benefits are charged off to the Profit & loss account in the year of rendering of services. The number of employees was less than 10 during the year under review and hence it is reported that payment of Contribution/ Benefit Plan are not applicable to this Company.

OMNI AX'S SOFTWARE LIMITED | 2016

j) The company is engaged in the development of computer software. The production and sale of such software cannot be expressed in any generic unit. Hence it is not possible to give the quantitative details of sale and information.

k) Diminution in value of investments

The Company holds investments in Private Companies and their share value couldn't be ascertained, hence no Diminution in value of investments is provided for in the Books.

l) Confirmation of balances in respect of certain Debtors, Creditors, HSBC Current A/c & Loans & Advances are not made available. If there be any changes this will have an impact on the Balance Sheet figures.

m) No Provision for taxation has been made as the company had incurred losses.

n) Previous Year's figures have been regrouped or restated wherever necessary to confirm to the current year's presentation.

Place: Chennai

Dated:

For Sibsankar & Associates
Chartered Accountants
FRN: 323691E

Sibsankar Chakraborti
Proprietor
Mem No- 052745

M/s. OMNI AX'S SOFTWARE LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

2 Share Capital	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
Authorized:- 2,00,00,000 Equity Shares of Rs.10/- each	200,000,000	200,000,000
Issued and Subscribed & Paid Up:- 1,72,18,759 Equity Shares of Rs.10/- each	172,187,590	172,187,590
Total	172,187,590	172,187,590

Reconciliation of number of shares as at 31st March, 2016 and 31st March, 2015 is set out as below:

Particulars	31-Mar-16	31-Mar-15
Opening Share Capital	17,218,759	17,218,759
Add: Shares issued During the year	-	-
Add: Rights/ Bonus Shares Issued	-	-
Total	17,218,759	17,218,759
Less: Buy back of Shares	-	-
Less: Reduciton in Capital	-	-
Closing Share Capital	17,218,759	17,218,759

3 Reserves & Surplus	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
Shares Forfeited Account	2,504,505.00	2,504,505
Share Premium Account	43,949,747.50	43,949,748
Profit/(loss) Beginning of the year	(92,160,916.00)	(91,451,874)
Profit/(loss) for the year	(448,916.00)	(709,042)
Total Profit/(loss) End of the year	(92,609,832.00)	(92,160,916)
Total	(46,155,579.50)	(45,706,664)

M/s. OMNI AX'S SOFTWARE LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

4 Long Term Borrowings	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
Unsecured Loans		
VAB Capital Advisors Ltd	375,000	375,000
VAB Ventures Ltd	-	3,921,000
Gennex Laboratories Limited	200,000	200,000
Prudential Stock & Securities Limited	3,615,500	-
Total	4,190,500	4,496,000

5 Defererd Tax	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
Opening Balance	1,592,210	1,604,631
Less:Deferred Tax (Asset) / Liability - Depreciation	(12,421)	(12,421)
Closing Balance - Net Deferred Tax Liability	1,579,789	1,592,210

6 Other Current Liabilities	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
Audit Fees Payable	78,652	56,180
Office Rent Payable	53,500	201,600
Salary Payable	96,250	119,500
TDS Payable	407,740	388,540
RTA/NSDL/CDSL fees Payable	135,712	2,330
Other Liabilities	5,400	121,859
Total	777,254	890,009

8 Non Current Investments	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
Investments In Quoted Shares - Fully Paid	-	-
Investments in Unquoted Shares - Fully Paid		
a) Jemi Share Brokers Pvt Ltd	9,500,000	9,500,000
Cost of 190000 shares (partly paid) Rs.50 Each		
b) Goldfin Capital Pvt Limited	-	-
Cost of 30000 Equity Shares of Rs.10/- Each		
c) Mardia Sons Holdings(P) Ltd	39,000,000	39,000,000
Cost of 78000 Shares(partly paid) Rs.50/- Each		
Total	48,500,000	48,500,000

M/s. OMNI AX'S SOFTWARE LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

Descriptions	SCHEDULES- 7 : TANGIBLE ASSETS							
	Gross Block			STRAIGHT LINE			Net Block	
	As at 01.04.2015	Additions /Deletion	As at 31.03.2016	Upto 01.04.2015	For the Period	Upto 31.03.2016	As at 31.03.2016	As at 31.03.2015
Office Equipments	2,168,523	-	2,168,523	1,751,795	68,428	1,820,223	348,300	416,728
Furniture & Fixtures	2,163,069	-	2,163,069	2,163,069	-	2,163,069	-	-
Depreciation Adjustment	-	-	-	-	-	-	91,821	91,821
TOTAL	4,331,592	-	4,331,592	3,914,864	68,428	3,983,292	440,121	508,549

As per my report attached of even date

For and on behalf of the Board

Significant Accounting Policy 1
Notes to the Accounts 2-13.

As per my report attached of even date

Director


Director

For Sibsankar & Associates
Chartered Accountants
FRN : 323691E

Sibsankar Chakraborti
Proprietor
Mem. No- 052745

Place: Chennai

Date : May 30, 2016

M/s. OMNI AX'S SOFTWARE LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

9 Trade Receivables	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
Debts Outstanding for a period less than six months - Discovery Infoways Ltd.	1,200,000	1,200,000
Debts Outstanding for a period exceeding six months Considered Good - Discovery Infoways Ltd. Considered Doubtful	4,000,000	4,000,000
Total	5,200,000	5,200,000

10 Cash and Cash Equivalents	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
Cash on hand	605,418	605,863
Bank Balance - - With Scheduled Banks on Current Accounts	12,997	(28,003)
Total	618,415	577,860

11 Short Term Loans & Advances.	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
Recoverable in cash or kind for value to be Received	15,295,357	20,881,779
Tax Deducted at Source		
For the Year 2004-2005	198,238	198,238
For the Year 2005-2006	447,609	447,609
For the Year 2006-2007	670,767	670,767
For the Year 2007-2008	804,699	804,699
For the Year 2008-2009	1,181,872	1,181,872
For the Year 2009-2010	386,332	386,332
For the Year 2010-2011	-	65,573
For the Year 2011-2012	65,573	69,996
For the Year 2012-2013	69,996	-
Total	19,120,443	24,706,865

12 Employee Benefit Expenses	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
Salaries & Bonus	105,000	210,000
Staff Welfare Expenses	500	2,360
Total	105,500.	212,360

M/s. OMNI AX'S SOFTWARE LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

	Year ended 31-03-2016 (Rs)	Year ended 31-03-2015 (Rs)
13 Other Expenses		
AGM Expenses		3,232
Auditor Remuneration	5,100	22,472
CDSL Fees	50,911	37,078
Electricity Charges	1,000	5,126
Listing Fees	-	112,359
Office Maintenance	5,400	9,000
Postage & Telephone	1,500	10,817
Printing & Stationary	2,046	5,525
Professional Fees	-	13,500.00
Rent - Office	192,000	384,000
General Expenses	9,662	-
Travelling & Conveyance	4,200	4,990
Misc. Expenses	20,090	-
Total	291,909	608,099

Significant Accounting Policies

1

Notes to the Accounts

2-13.

As per my report attached of even date

For an on behalf of the Board

For Sibsankar & Associates

Chartered Accountants

FRN : 323691E

Director


Director

Sibsankar Chakraborti

Proprietor

Mem. No- 052745

Place: Chennai

Date :

OMNI AX'S SOFTWARE LIMITED | 2016

PROXY FORM

24th ANNUAL GENERAL MEETING

Reg. Folio No ./DP ID & Client ID* _____

I/We _____ of _____

-----being a Member / Members of OMNI

AX'S SOFTWARE LIMITED hereby appoint _____ of

_____ or failing him /her

_____ of _____

as my /our Proxy to attend and vote for me/us on my/our behalf at the 24th Annual General Meeting of Omni Ax's Software Limited to be held on ~~Friday~~ Friday, 30th September, 2016 at 10.30 a.m. at Asha Nivas, 9, Rutland Gate, 5th Street, Nungambakkam, Chennai – 600 006 or any adjournment thereof.

Signed this _____ day of _____ 2016

Signature(s) of the Shareholder(s)

Signature of Proxy

NOTE: This form must be deposited at the Registered Office of the Company not later than 48 hours before the time of the Meeting.

*Applicable for investors holding shares in electronic (dematerialized) form.

OMNI AX'S SOFTWARE LIMITED

To be handed over at the entrance of the Meeting Hall

ATTENDANCE SLIP

I hereby record my presence at the **24th ANNUAL GENERAL MEETING** held on Friday, 30 September, 2016 at 10.30 a.m. at Asha Nivas, 9, Rutland Gate, 5th Street, Nungambakkam, Chennai – 600 006.

Reg. Folio No. /DP ID & Client ID* _____

No. of Shares _____

Full Name of the Shareholder/Proxy (in Block Letters)	Signature