

**BOSTON TEKNEWSYS
(INDIA) LIMITED**

**34th
ANNUAL REPORT
2012-2013**

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CORPORATE INFORMATION

Board of Directors:

- | | | | |
|----|------------------------------|---|-------------------|
| 1. | Mr. B.V.S. Prasad | — | Managing Director |
| 2. | Mr. J. Appa Rao | — | Director |
| 3. | Mr. K. Krishna Reddy | — | Director |
| 4. | Mr. V.V.V. Satyanarayana Rao | — | Director |
| 5. | Mr. U. Satish Kumar | — | Director |
| 6. | Mr. D. Surender Reddy | — | Director |
| 7. | Mr. Vishnu Kant Bhangadia | — | Director |

Registered Office:

Plot No. 16, 1st Floor, Srila Realty Layout,
Madinaguda, Miyapur, Serilingampally Mandal
Hyderabad-500049

Auditors:

M/s. Chanamolu & Co.
Chartered Accountants,
Hyderabad.

Bankers :

Axis Bank,
Begumpet Branch,
Hyderabad

Listing :

- 1) Ahmedabad Stock Exchange Limited
- 2) Vadodara Stock Exchange Limited
- 3) Bangalore Stock Exchange Limited

Registrar & Share Transfer Agents :

M/s. Bigshare Services Pvt Ltd
306, 3rd Floor, Right Wing, Amrutha Ville
Opp:Yashoda Hospital, Raj Bhavan Road,
Somajiguda, Hyderabad - 500 082

NOTICE

Notice is hereby given that the 34th Annual General Meeting of the Shareholders of M/s Boston Teknowsys (India) Limited will be held on Tuesday, the 13th day of August 2013 at 11.30 A.M. at the registered office of the company situated at Plot No. 16, 1st Floor, Srila Realty Layout, Madinaguda, Miyapur, Serilingampally Mandal, Hyderabad - 500049 to transact the following business:

ORDINARY BUSINESS:

1. To receive and adopt the Directors' Report, the Audited Profit and Loss Account and the Cash Flow statement for the year ended 31st March, 2013, and the Balance Sheet as at that date.
2. To appoint a director in place of Mr. J. Appa Rao who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:
"RESOLVED THAT Mr. K. Krishna Reddy who was appointed as additional director of the company pursuant to the provisions of section 260 of the Companies Act, 1956 by the board of directors w.e.f. 14.11.2012 and who holds the office up-to date of the ensuing annual general meeting and in respect of whom the company has received a notice in writing under section 257 read with section 190 of the said Act, along with requisite deposit proposing him as candidate for the office of director of the company, be and is hereby appointed as a director of the company whose period of office is liable to be determined by retirement of directors by rotation."
5. To consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:
"RESOLVED THAT Mr. D. Surender Reddy who was appointed as additional director of the company pursuant to the provisions of section 260 of the Companies Act, 1956 by the board of directors w.e.f. 14.11.2012 and who holds the office up-to date of the ensuing annual general meeting and in respect of whom the company has received a notice in writing under section 257 read with section 190 of the said Act, along with requisite deposit proposing him as candidate for the office of director of the company, be and is hereby appointed as a director of the company whose period of office is liable to be determined by retirement of directors by rotation."

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

“RESOLVED THAT Mr. Vishnu Kant Bhangadia who was appointed as additional director of the company pursuant to the provisions of section 260 of the Companies Act, 1956 by the board of directors w.e.f. 14.11.2012 and who holds the office up-to date of the ensuing annual general meeting and in respect of whom the company has received a notice in writing under section 257 read with section 190 of the said Act, along with requisite deposit proposing him as candidate for the office of director of the company, be and is hereby appointed as a director of the company whose period of office is liable to be determined by retirement of directors by rotation.”

For and on behalf of the Board
Boston Teknowsys (India) Limited

Sd/-

B.V.S. Prasad

Managing Director

Place: Hyderabad
Date: 30.05.2013

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The Register of Members and Share Transfer Books of the Company will be closed from 08.08.2013 to 13.08.2013 (Both days inclusive).
3. Members are requested to notify immediately any change in their address to the Share Transfer Agents and in case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participants.
4. Members, who hold shares in de-materialized form, are requested to bring their Client ID and DP IDs for easier identification of attendance at the meeting.
5. Members are requested to kindly bring their copies of the Annual Report to the meeting. As a measure of economy, copies of Annual Report will not be distributed at the AGM
6. As part of Green Initiative in Corporate Governance the Ministry of Corporate Affairs (MCA), Government of India vide its Circular has allowed

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paperless compliances by Companies inter-alia stating that if the Company sends official documents to their shareholders electronically, it will be in compliance with the provisions of Section 53 of the Companies Act, 1956. Keeping in view shareholders are requested to update their E-Mail ID with their DP.

EXPLANATORY STATEMENT

(Pursuant to Section 173(2) of the Companies Act, 1956)

Item No. 4: Appointment of Mr. K. Krishna Reddy as a director:

The members may note that Mr. K. Krishna Reddy was inducted into Board as an Additional Director of the company, with effect from 14.11.2012 pursuant to the provisions of section 260 of the Companies Act, 1956 and holds the office as such up to the date of ensuing Annual General Meeting. The company has received notice in writing from a member of the company along with the requisite deposit under Section 257 read with section 190 of the Companies Act, 1956 proposing the candidature of the above said person for the Office of Director whose period of office is determinable by retirement of Directors by rotation.

As per the provisions of section 257 of the Act, any such proposal ought to be approved by the members in the General Meeting.

The Board recommends the resolution for your approval.

None of Directors except Mr. K. Krishna Reddy may be deemed to be concerned or interested in the resolution.

Item No. 5: Appointment of Mr. D. Surender Reddy as a director:

The members may note that Mr. D. Surender Reddy was inducted into Board as an Additional Director of the company, with effect from 14.11.2012 pursuant to the provisions of section 260 of the Companies Act, 1956 and holds the office as such up to the date of ensuing Annual General Meeting. The company has received notice in writing from a member of the company along with the requisite deposit under Section 257 read with section 190 of the Companies Act, 1956 proposing the candidature of the above said person for the Office of Director whose period of office is determinable by retirement of Directors by rotation.

As per the provisions of section 257 of the Act, any such proposal ought to be approved by the members in the General Meeting.

The Board recommends the resolution for your approval.

None of Directors except Mr. D. Surender Reddy may be deemed to be concerned or interested in the resolution.

Item No. 6: Appointment of Mr. Vishnu Kant Bhangadia as a director:

The members may note that Mr. Vishnu Kant Bhangadia was inducted into

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Board as an Additional Director of the company, with effect from 14.11.2012 pursuant to the provisions of section 260 of the Companies Act, 1956 and holds the office as such up to the date of ensuing Annual General Meeting. The company has received notice in writing from a member of the company along with the requisite deposit under Section 257 read with section 190 of the Companies Act, 1956 proposing the candidature of the above said person for the Office of Director whose period of office is determinable by retirement of Directors by rotation.

As per the provisions of section 257 of the Act, any such proposal ought to be approved by the members in the General Meeting.

The Board recommends the resolution for your approval.

None of Directors except Mr. Mr. Vishnu Kant Bhangadia may be deemed to be concerned or interested in the resolution.

Details of the Directors appointed/reappointed

Particulars	Mr. K. Krishna Reddy	Mr. D. Surender Reddy	Mr. Vishnu Kant Bhangadia	Mr. J Appa Rao
Date of Birth	10.06.1984	10.10.1975	20.05.1983	01.08.1962
Date of Appointment	14.11.2012	14.11.2012	14.11.2012	31.07.2001
Qualifications	Graduate	Post Graduate	Graduate	Graduate
No. of Shares held in the Company	—	—	59100	65000
Directorships held in other companies (excluding private limited and foreign companies)	Nil	Nil	Nil	1
Positions held in mandatory committees of other companies	Nil	Nil	Nil	Nil

For and on behalf of the Board
Boston Teknowsys (India) Limited

Sd/-

B.V.S. Prasad
Managing Director

Place: Hyderabad
Date: 30.05.2013

DIRECTORS' REPORT

To,
The Members

We have pleasure in presenting the 34th Annual Report with Audited Statements of Accounts for the year ended 31st March 2013.

FINANCIAL RESULTS :

(Rupees in Lakhs)

Particulars	2012-13	2011-12
Income	655.14	230.29
Expenditure	643.40	218.96
Profit after Tax	5.77	5.83

PERFORMANCE REVIEW:

The Company has recorded a turnover of Rs. 655.14 lakhs in the current year against the turnover of Rs 230.29 lakhs in the previous financial year ending 31.03.2012. The company had earned a profit of Rs. 5.77 lakhs after tax in the current financial year as compared to Rs. 5.83 lakhs profit after tax in the previous financial year.

The Company has been continuously working on quality up gradation and cost reduction plans for achieving efficient running of the organization.

DIVIDEND:

Keeping the Company's expansion and growth plans in mind, your Directors have decided not to recommend dividend for the year.

PUBLIC DEPOSITS:

Your Company has not accepted any deposits falling within the meaning of Sec.58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, during the financial year under review.

LISTING:

The equity shares of your company are listed on the Ahmedabad, Vadodara and Bangalore Stock Exchanges.

DIRECTORS' RESPONSIBILITY STATEMENT:

In pursuance of Section 217(2AA) of the Companies Amendment Act, 2000 your directors confirm

- i) That the directors in the preparation of the annual accounts the applicable accounting standards have been followed along with proper explanations

relating to material departures.

- ii) That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year.
- iii) That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safe guarding the assets of the company and for preventing and deleting fraud and other irregularities.
- iv) That the directors had prepared the annual accounts on the going concern basis.

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

The required information as per Sec.217 (1) (e) of the Companies Act 1956 is provided hereunder:

A. Conservation of Energy:

Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

B. Technology Absorption:

- 1. Research and Development (R&D) : NIL
- 2. Technology absorption, adoption and innovation : NIL

C. Foreign Exchange Earnings and Out Go:

- Foreign Exchange Earnings : NIL
- Foreign Exchange Outgo : NIL

PARTICULARS OF EMPLOYEES:

There is no employee who is falling under section 217 (2A). Therefore, the disclosures required to be made under section 217 (2A) of the Companies Act, 1956 and the rules made there under are not applicable.

CHANGE OF REGISTERED OFFICE:

During the year, the registered office of the Company has been shifted from Plot No. 303, Rukmini Enclave Dharam Karam Road, Ameerpet, Hyderabad – 500016 to Plot No. 16, 1st Floor, SriLa Realty Layout, Madinaguda, Miyapur, Serilingampally Mandal, Hyderabad-500049.

CODE OF CONDUCT:

The Code has been circulated to all the members of the Board and Senior

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Management and the compliance of the same has been affirmed by them. A declaration signed by the Managing Director is given in Annexure.

AUDITORS:

Your directors propose the appointment of M/s. Chanamolu & Co. Chartered Accountants as statutory auditors to hold office until the conclusion of the next Annual General Meeting of the company.

CORPORATE GOVERNANCE:

As a listed company, necessary measures have been taken to comply with the listing agreements of Stock Exchanges. A report on Corporate Governance, along with a certificate of compliance from the Auditors, forms part of this Report as Annexure.

ACKNOWLEDGEMENTS:

Your directors would like to express their grateful appreciation for assistance and co-operation received from clients, banks, investors, Government, other statutory authorities and all others associated with the company. Your directors also wish to place on record their deep sense of appreciation for the excellent contribution made by the employees at all levels, which enabled the company to achieve sustained growth in the operational performance during the year under review.

DECLARATION BY MANAGING DIRECTOR OF AFFIRMATION BY DIRECTORS AND SENIOR MANAGEMENT PERSONNEL OF COMPLIANCE WITH THE CODE OF CONDUCT:

The shareholders,

I, B.V.S.Prasad, Managing Director of the Company do hereby declare that the directors and senior management of the Company have exercised their authority and powers and discharged their duties and functions in accordance with the requirements of the code of conduct as prescribed by the company and have adhered to the provisions of the same.

For and on behalf of the Board
Boston Teknowsys (India) Limited

Place: Hyderabad
Date: 30.05.2013

Sd/-
B.V.S. Prasad
Managing Director

MANAGEMENT'S DISCUSSION AND ANALYSIS

(Forming part of Directors' Report)

1. Overview

The financial statements have been prepared in compliance with the requirements of the Companies Act, 1956, guidelines issued by the Securities and Exchange Board of India (SEBI) and the Generally Accepted Accounting Principles (GAAP) in India. Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for the various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present our state of affairs, profits and cash flows for the year.

2. Industry Structure and Developments:

The earlier trend of smaller companies being marginalized has continued in the year under review. Another distinct trend during the year has been the preference of foreign companies to outsource their entire IT needs to the larger companies and get them to setup large offshore operations to support these contracts.

3. Opportunities and Threats

Though the overall scenario for the smaller companies is extremely competitive, there are some niche areas where there are some opportunities for growth. The management is exploring these areas to consider entering these areas and develop expertise in such areas.

4. Segment wise or Product wise Performance:Not applicable

5. Outlook

The management is doing its best to forge relations with other companies and take the company forward in the new business lines. However, the outlook of the management is cautious in view of the competitive nature of the market.

6. Risks and Concerns

While venturing into new business lines, the company would need access to funds. The risk of not being able to raise funds at the timer needed is the biggest risk that the management foresees.

7. Internal Control Systems

The Company has adequate internal control systems commensurate with the size and the nature of business of the Company.

The internal control system is constantly assessed and strengthened with tighter control procedures. The internal control systems ensure effectively of operations, compliance with internal policies and applicable laws and regulations, protection of resources and assets, and accurate reporting of financial transactions.

The audit committee periodically reviews the adequacy and efficacy of the said internal control systems. All the issues relating to internal control systems are resolved by the audit committee.

8) Business performance and Segment Reporting

During the year under review, the company has earned a Net profit of Rs.5.77 lakhs as against Net profit of Rs. 5.83 Lakhs during the previous year. The performance of the company is expected to improve during the coming years which years with increasing efforts being made in the direction of improving the working efficiency of the company.

The company is engaged in the development of software, which as per Accounting Standard 17 is considered the only reportable business.

9) Risk Management

Risk evolution and management is an ongoing process in the company

10) Human resources and Industrial relations

Your company continues to have cordial relations with its employees.

REPORT ON CORPORATE GOVERNANCE

(Forming part of Directors' Report)

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company seeks to adopt good corporate governance practices and to ensure compliance with all relevant laws and regulations. The Company conducts its activities in a manner that is fair and transparent and also perceived to be such by others.

II. BOARD OF DIRECTORS

Boston Teknowsys (India) Limited's Board consists of 7 Members of whom 3 are Non-Executive Independent Directors. The Composition of the Board is in conformity with the listing requirements.

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships/Memberships held by them in other companies is given below. Other Directorships do not include alternate directorships, directorships of private limited companies, section 25 companies and of companies incorporated outside India. Chairmanship/ Membership of Board Committees include only Audit and shareholders/ investor Grievance Committees.

Sl. No.	Name & Category No. of the Directors	No. of Directorships held in other public companies	No. of Memberships / Chairmanships held in Committees of other companies
1.	Mr. B.V.S.Prasad (Managing Director / Non Independent)	7	Nil
2.	Mr. J. Appa Rao (Independent Non-executive)	1	Nil
3.	*Mr. K. Krishna Reddy (Independent Non-executive)	Nil	Nil
4.	Mr. V V V Satyanarayana Rao (Independent Non-executive)	1	Nil
5.	Mr. U. Satish Kumar (Non Independent Non-executive)	2	2
6.	*Mr. Vishnu Kant Bhangadia (Non Independent executive)	Nil	Nil
7.	*Mr. D Surender Reddy (Non Independent Executive)	Nil	Nil

*appointed w.e.f. 14.11.2012

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BOARD MEETINGS:

The Board of Directors met 5 times during the year on 15.05.2012, 14.08.2012, 30.08.2012, 14.11.2012 and 14.02.2013 and the maximum gap between any two meetings was less than four months, as stipulated under Clause 49.

The details of directors' attendance at Board Meetings, AGM and details of other directorships, committee chairmanships/memberships held by the Directors during the year are as follows:

Sl. No	Name of the Directors	Category	Attendance Particulars			No. of other Directorships and Committee memberships/ chairmanships		
			No. of Board meetings		Last AGM	Other Directorships	Committee Memberships	Committee Chairmanships
			Held	Attended				
1.	Mr. B.V.S.Prasad	Non Independent Executive	5	5	Yes	7	NIL	NIL
2.	Mr. J. Appa Rao	Independent Non-Executive	5	5	Yes	1	NIL	NIL
3.	Mr. K. Krishna Reddy	Independent Non-Executive	5	5	Yes	—	NIL	NIL
4.	Mr. V V V Satya -narayana Rao	Independent Non-Executive	5	5	Yes	1	NIL	NIL
5.	Mr. U. Satish Kumar	Non Independent Non-Executive	2	2	N.A	2	2	NIL
6.	Mr. Vishnu Kant Bhangadia	Non Independent Executive	2	2	N.A	—	NIL	NIL
7.	D Surender Reddy	Non Independent Executive	2	2	N.A	—	NIL	NIL

III. AUDIT COMMITTEE

Composition, meetings and the attendance during the year:

The Company has complied with all the requirements of Clause 49 (II) (A) of the Listing Agreement relating to the composition of the Audit Committee. During the financial year 2012-13, (4) four meetings of the Audit Committee were held on the 15.05.2012, 14.08.2012, 14.11.2012 and 14.02.2013.

The details of the composition of the Committee and attendance of the members at the meetings are given below:

Name	Designation	Category	No. of meetings attended
Mr. J. Appa Rao	Chairman	NED (I)	4
Mr. K. Krishna Reddy	Member	NED (I)	2
Mr. V V V Satyanarayana Rao	Member	NED (I)	4

NED (I): Non Executive Independent Director

Terms of reference:

The terms of reference of the Committee, inter alia covers all the matters specified under Clause 49 of the Listing Agreement with the Stock Exchange as well as those specified in Section 292 (A) of the Companies Act, 1956. Besides, in additions to other terms as may be referred by the Board of Directors, the Audit Committee has the power inter alia, to investigate any activity within its terms of reference and to seek information from any employee of the Company and seek legal and professional advice.

IV. REMUNERATION COMMITTEE:

The details of composition of the Committee are given below:

Name	Designation	Category
Mr. J. Appa Rao	Chairman	NED (I)
Mr. K. Krishna Reddy	Member	NED (I)
Mr. V V V Satyanarayana Rao	Member	NED (I)

Terms of reference:

The main term of reference of the Committee is to approve the fixation/revision of remuneration of the Managing Director/Whole Time Director of the Company and while approving:

- To take into account the financial position of the Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration etc.
- To bring out objectivity in determining the remuneration package while striking a balance between the interest of the Company and the Shareholders.

V. SHAREHOLDERS / INVESTOR GRIEVANCE AND SHARE TRANSFER COMMITTEE:**Composition, meetings and the attendance during the year:**

The Shareholders/Investors Grievance Committee was constituted to look into the redressing of Shareholders and Investors complaints concerning transfer of shares, non receipt of Annual Reports, and non receipt of Dividend and other allied complaints.

The Details of composition of the Committee and attendance of the members at the meetings are given below:

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Name	Designation	Category
Mr. J. Appa Rao	Chairman	NED (I)
Mr. K. Krishna Reddy	Member	NED (I)
Mr. V V V Satyanarayana Rao	Member	NED (I)

The Board has designated Mr. B.V.S.Prasad, Managing Director as the Compliance Officer.

The Company has designated an exclusive e-mail ID called csboston123@gmail.com for redressal of shareholders' complaints/grievances.

Complaints received and redressed by the Company during the financial year:

During the year no complaints were received.

VI. GENERAL BODY MEETINGS :

Details of location, date and time of Annual General Meetings held during the last three years:

Financial Year	Venue	Date	Time
2009-10	Plot No. 303, Rukmini Enclave Dharam Karam Road, Ameerpet, Hyderabad - 500 016.	29.09.2010	12.30 P.M.
2010-11	Plot No. 303, Rukmini Enclave Dharam Karam Road, Ameerpet, Hyderabad - 500 016.	30.09.2011	12.30 P.M.
2011-12	Plot No. 303, Rukmini Enclave Dharam Karam Road, Ameerpet, Hyderabad - 500 016.	29.09.2012	11.00 A.M.

- No Special Resolutions were passed in the previous three Annual General Meetings.
- No Ballots Papers were used for voting at above meetings.

VII. OTHER DISCLOSURES

- (a) There were no significant related party transactions that may have potential conflict with the interests of the Company at large.
- (b) In the preparation of financial statements, no treatment materially

different from that prescribed in Accounting Standards had been followed.

- (c) There were no penalties or strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets at any time during the last 3 years.
- (d) The Company has complied with all the mandatory requirements of Clause 49. As regards the non-mandatory requirements, the extent of compliance has been stated in this report against each item.
- (e) There were no material pecuniary relationships or transactions of the non-executive directors vis-à-vis the Company, other than payment of Board fees/commission and investments (if any) in shares / securities of the Company.
- (f) Managing Director and Chief Financial Officer of the Company have furnished the requisite Certificates to the Board of Directors under Clause 49 of the Listing Agreement.

VIII. MEANS OF COMMUNICATION

The un-audited quarterly results and audited results for the year are generally published in one English newspaper and at least one vernacular newspaper shortly after its submission to the Stock Exchanges and also updated on the website of the company i.e., www.btil.co.in

IX. GENERAL SHAREHOLDERS INFORMATION

a) 34TH Annual General Meeting:

Date and Time	13.08.2013 at 11.30 A.M.
Venue	Plot No. 16, 1st Floor, Srila Realty Layout, Madinaguda, Miyapur, Serilingampally Mandal Hyderabad – 500049

- b) Book Closure Date : 08.08.2013 to 13.08.2013**
(Both days inclusive)

c) Financial Year and Calendar (Tentative) 2013-2014 :

The Company follows April to March as its Financial Year. The results of every quarter beginning from April are declared in the first month following each quarter as follows:

Financial Calendar

Financial Reporting for 2013-2014 (tentative)	On or before
The First Quarter results	14.08.2013
The Second quarter results	14.11.2013
The Third quarter results	14.02.2014
The Fourth quarter results	30.05.2014

d) Listing on Stock Exchanges:

- 1) Ahmedabad Stock Exchange Limited
- 2) Vadodara Stock Exchange Limited.
- 3) Bangalore Stock Exchange Limited.

e) Listing Fees : Listing fee for the year 2013-14 has been paid to all the Stock Exchanges

f) Stock Code : N.A.

g) ISIN No. : For equity shares: - **INE777E01017**

h) Stock Price Data : The Company shares are not traded on any exchange, therefore no stock price data is available.

i) Registrar & Share Transfer Agents (for shares held in both physical and demat mode):

M/s. Bigshare Services Pvt Ltd
306, 3rd Floor, Right wing, Amrutha Ville
Opp:Yashoda Hospital, Raj Bhavan Road,
Somajiguda, Hyderabad - 500 082

j) Share Transfer System:

The Physical shares transfers are processed and the share certificates are returned to the shareholder within a maximum period of 15 days from the date of receipt, subject to the document being valid and complete in all respects.

Any transferee who wishes to demat the shares may approach a Depository Participant along with a duly filled Demat Request Form, who shall, on the basis of the Share Certificate, generate a demat request and send the same to the Registrar and Share Transfer Agents (RTA). On receipt, the Depository Registrar confirms the request.

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All the requests for Dematerialization and shares are processed and the confirmation is given to the respective Depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) with in 21 days on receipt.

k) Shareholding Pattern as on 31st March, 2013:

Particulars	Category	No. of shares held	Percentage of shareholding
A	Shareholding of Promoter and promoter group		
1.	Promoters & Persons acting in concert	13,95,000	26.62
	Sub- Total A	13,95,000	26.62
B	Public Shareholding		
1.	Institutions	—	—
2.	Non- Institutions	38,45,500	73.38
	Sub Total B	38,45,500	73.38
	Grand Total (A+B)	52,40,500	100.00

l) Distribution of shareholding of the Company by number of shares held as on 31st March, 2013 is as follows:

Particulars	Shareholders		Shareholding	
	Number	%	Number	%
UPTO - 5000	350	60.55	905085	17.27
5001-10000	97	16.78	594915	11.36
10001-20000	82	14.19	835500	15.94
20001-30000	NIL	NIL	NIL	NIL
30001-40000	30	5.19	955030	18.22
40001-50000	NIL	NIL	NIL	NIL
50001-100000	NIL	NIL	NIL	NIL
100001 & ABOVE	19	3.29	1949970	37.21
Total	578	100	5240500	100

m) Dematerialization of Shares:

The Company's shares are dematerialized on National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited.

The Company's shares are dematerialized on National Securities Depositories limited (NSDL) and Central Depository Services (India) Limited. The Company's ISIN is **INE777E01017**. As on 31st March, 2013, 5,600 equity shares are dematerialized with NSDL which is 0.11% of the paid up capital of the company and the balance are in physical form.

n) Address for Investors Correspondence:.

The Shareholders may correspond with the Company for the redressal of their grievances, if any to the registered office of the company.

Plot No. 16, 1st Floor, Srila Realty Layout,
Madinaguda, Miyapur, Serilingampally Mandal
Hyderabad – 500049

o) CEO/MD Certification:

As required by the clause 49 (V) of the Listing Agreement, the certificate from Managing Director is attached elsewhere in the annual report.

p) Compliance Certificate :

The Statutory Auditors M/s Chanamolu & Co. has certified that the company has complied with the conditions of the Corporate Governance as stipulated in clause 49 of the listing agreement and the same forms part of the Annual Report. The Certificate from the statutory auditor will be sent to the stock exchange along with the Annual Report of the Company.

For and on behalf of the Board
Boston Teknowsys (India) Limited

Sd/-

B.V.S. Prasad
Managing Director

Place: Hyderabad
Date: 30.05.2013

DECLARATION

To
The Members of Boston Teknowsys (India) Limited

This is to declare that the Code of Conduct envisaged by the Company for members of the Board and the Senior Management Personnel have been complied with by all the members of the Board and the Senior Management Personnel of the Company respectively.

For and on behalf of the Board
Boston Teknowsys (India) Limited

Place: Hyderabad
Date: 30.05.2013

Sd/-
B.V.S. Prasad
Managing Director

Boston Teknowsys (India) Limited

Dear Shareholder,

Please find below the Managing Director certificate as per Clause 49(V) of the Listing Agreement:

MANAGING DIRECTOR CERTIFICATE

I, B.V.S.Prasad, Managing Director of M/s Boston Teknowsys (India) Limited certifies that:

1. We have reviewed the financial statements for the year and that to the best of our knowledge and belief:
 - (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (b) These statements present a true and fair view of the state of affairs of the Company and of the results of the operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing generally accepted accounting principles including accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of Company's code of conduct.
3. We accept overall responsibility for establishing and monitoring the Company's internal control system for financial reporting and evaluating its effectiveness. Internal Audit function monitors the internal control system for financial reporting, which encompasses the examination and evaluation of the adequacy and effectiveness. Internal Audit works with all levels of management and Statutory Auditors, and reports significant issues to the Audit Committee of the Board. The Auditors and Audit Committee are apprised of any corrective action taken with regard to significant deficiencies and material weakness.
4. We indicate to the Auditors and to the Audit Committee:
 - (a) Significant changes in internal controls over financial reporting during the year;
 - (b) Significant changes in the accounting policies during the year;
 - (c) No instances of significant fraud of which we have become aware of and which involve the management or other employees who have significant role in the Company's internal control system over financial reporting.However, during the year there were no such changes and instances.

For and on behalf of the Board
Boston Teknowsys (India) Limited

Sd/-

B.V.S. Prasad
Managing Director

Place: Hyderabad
Date: 30.05.2013

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

The Company has obtained a certificate from the Auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated in the Listing Agreement with the Stock Exchanges. The said Corporate Governance is as under:

CERTIFICATE

To
The Members of
BOSTON TEKNEWSYS (INDIA) LIMITED

We have examined the compliance of conditions of corporate governance by Boston Teknowsys (India)Limited for the year ended on 31st March, 2013 as stipulated in clause 49 of the listing agreement of the said company with concerned Stock Exchange.

The compliance of conditions of corporate governance is the responsibility of the management, our examination has been limited a review of the procedures and implementation thereof adopted by the company for ensuring the compliance the conditions of corporate governance. It is neither an audit not expression of opinion on the financial statements of the company.

In our opinion and best of our information and according to the explanation given to us and the representations made the Directors and Management, we certify that the company has complied with the conditions of corporate governance as stipulated in the aforesaid listing agreement.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For CHANAMOLU & CO.
Chartered Accountants
Firm Reg No. 010000S

Sd/-
(P. Sriram)
Partner
Membership No. 227395

Place: Hyderabad
Date : 30.05.2013

Auditors' Report

The Members of

BOSTON TEKNEWSYS (INDIA) LIMITED, HYDERABAD

1. We have audited the attached balance sheet of **BOSTON TEKNEWSYS (INDIA) LIMITED**, as at 31st March 2013, and also Profit and Loss Account for the year ended on that date annexed there to. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4a) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
4. Further to our comments in the Annexure referred to above, we report that:
 - a. We have obtained all the information and explanation, 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, Profit and Loss Account dealt with by this report are in agreement with the books of account;
 - d. In our opinion, the balance sheet, Profit and Loss Account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
 - e. On the basis of written representations received from the directors, as on 31st March 2013 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
5. In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, 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 31st march 2013; and
 - (b) In the case of the Profit and Loss Account, of the Profit for the year ended on that date;

For CHANAMOLU & CO.
Chartered Accountants
Firm Reg No. 010000S

Sd/-
(P. Sriram)
Partner

Membership No. 227395

Place: Hyderabad
Date : 30.05.2013

Annexure to the Auditors' Report (referred to in paragraph 3 of our Report of even Date to the Members of BOSTON TEKNEWSYS (INDIA) LIMITED for the year ended March 31, 2013)

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
(b) Fixed Assets have been physically verified by the management and, in our opinion, the verification is reasonable having regard to the size of the company and the nature of its assets. There is no discrepancies were noticed on such verification.
(c) No substantial part of fixed assets has been disposed off during the year.
2. In our opinion and according to the information and explanations given to us, the Company having inventory. Accordingly, the provisions of clause 4(ii) of the Order are applicable to the Company.
3. In our opinion and according to the information and explanations given to us, the company has not granted or not taken any loans secured or unsecured to or from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods.
5. Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that there are no transactions that need to be entered into the register maintained under section 301.
6. (a) In our opinion and according to the information and explanations given to us, there are no transactions made in pursuance of contracts or arrangements needs to enter in the registers maintained under section 301 and exceeding the value of five lakh rupees in respect of any party during the year.
(b) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits within the meaning of Sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public.
7. In our opinion, the company has an internal audit system commensurate with the size and nature if its business.
8. The Central Government has not prescribed the maintenance of records in pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 209 (1) (d) of the Companies Act, 1956.
9. According to the records of the company, there are no dues to statutory authorities.
 - a) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty and excise duty were outstanding, as at 31.03.2013 for a period of more than six months from the date they became payable.
 - b) According to the records of the company, there are no dues of sale tax,

Boston Teknowsys (India) Limited

income tax, customs tax/wealth-tax, excise duty/cess within have not been deposited on account of any dispute.

10. The company has incurred accumulated losses **Rs. 20,845,864/-** as at the end of the financial year. The Company has not incurred any cash losses during the financial year covered by our audit and not incurred any losses in the immediately preceding financial year.
11. Based on our examination of documents and records, we are of the opinion that the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
12. Based on our examination of the records and evaluation of the related internal controls, we are of the opinion that proper records have been maintained of the transaction and contracts and timely entries have been made in those records. We also report that the company has not held any shares, securities, debentures and other securities in its own name.
13. In our opinion, the Company is not a chit or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Order are not applicable to the Company.
14. The company is not in the business of dealing or trading in shares, securities, debenture and other instruments. Accordingly, the provisions of clause 4(xiv) of the Order are not applicable to the Company.
15. The company has not given any guarantee for loans taken by others from banks or financial institutions.
16. The company has not taken any term loans from financial institutions.
17. Based on our examination of the balance sheet of the company as at 31.03.2013, since there is no loans availed by the company, the utilization of funds does not arise.
18. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
19. During the period covered by our audit report, the company does not have any outstanding debentures during the year.
20. During the year the company has not raised any money through the public issue.
21. Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

For CHANAMOLU & CO.
Chartered Accountants
Firm Reg No. 010000S

Sd/-
(P. Sriram)
Partner

Membership No. 227395

Place: Hyderabad
Date : 30.05.2013

Boston Teknowsys (India) Limited

Balance Sheet As at 31st March, 2013

(All amounts in Indian Rupees except for share data or otherwise stated)

PARTICULARS	Note Nos.	As at Mar'31, 2013	As at Mar'31, 2012
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	52,405,000	52,405,000
Share Application Money		—	—
Reserves and Surplus	3	(20,566,214)	(21,143,638)
	A	31,838,786	31,261,362
Non - current liabilities			
Long - term borrowings	4	603,775	103,775
Deferred tax liabilities (Net)	5	71,226	45,765
Long term provisions		—	—
	B	675,041	149,540
Current liabilities			
Short - term borrowings		—	—
Trade Payables	6	14,202,918	3,625,104
Short - term provisions	7	754,550	322,346
	C	14,957,468	3,947,450
Total	(A+B+C)	47,471,296	35,358,352
ASSETS			
Non-current assets			
Fixed assets			
Gross block			
		5,902,070	5,902,070
Less: Accumulated Depreciation		4,265,752	3,957,552
Net block	8	1,636,318	1,944,518
	A	1,636,318	1,944,518
Deferred tax assets (Net)		—	—
Long - term loans and advances	—	—	—
Non-current investments	9	5,666,900	17,486,800
Other Non- Current Assets	10	1,075,800	1,229,486
	B	6,742,700	18,716,286
Current assets			
Inventories		826,175	453,390
Trade receivables	11	14,236,506	3,273,199
Cash and cash equivalents	12	12,504,668	98,194
Short - term loans and advances	13	10,849,743	0,872,765
Other current assets	14	675,186	—
	C	39,092,278	14,697,548
Total	(A+B+C)	47,471,296	35,358,352

The schedules referred to above form an integral part of the Balance Sheet.

This is the Balance Sheet referred
As per our audit report of even date

For **CHANAMOLU & CO.,**
Chartered Accountants
Firm Reg No : 010000S

P. SRIRAM
Partner
Membership No. 227395

Date : 30.05.2013
Place : Hyderabad

For and on behalf of the Board of Directors of
BOSTON TEKNOWSYS (INDIA) LIMITED

Sd/-
D. Surender Reddy
Director

Sd/-
Vishnu Kant Bhangadia
Director

Boston Teknowsys (India) Limited

Profit & Loss Account for the year ended 31st March, 2013

(All amounts in Indian Rupees except for share data or otherwise stated)

PARTICULARS	Note No's	Year ended Mar'31, 2013	Year ended Mar'31, 2012
INCOME			
Turnover (Gross)			
Revenue from operations	15	65,513,861	23,029,374
Other Income		—	—
Increase/Decrease of Stock	16	372,785	453,390
Total Revenue		65,886,646	23,482,764
EXPENDITURE			
Operating Expenses	17	62,657,754	20,679,232
Personnel Cost	18	1,172,901	1,074,242
Administration expenses	19	881,835	596,135
Interest & Finance charges	20	4,634	—
Depreciation/amortization	8	308,201	308,201
Total		65,025,325	22,657,809
Profit / (Loss) before tax		861,321	824,955
Provision for taxation			
- Current Year Tax		258,396	247,486
- Deferred tax		25,501	(4,876)
Total tax expense		283,898	242,610
Profit/(Loss) from continuing operations		577,424	582,344
Balance brought forward from previous year		(21,423,288)	(22,005,632)
Balance carried to Balance Sheet		(20,845,864)	(21,423,288)
Earnings per share			
Basic		0.11	0.11
Weighted Average Number of Shares		5,240,500	5,240,500
Nominal value		10	10

The schedules referred to above form an integral part of the Profit & Loss Account

This is the Balance Sheet referred

As per our audit report of even date

For **CHANAMOLU & CO.**,
Chartered Accountants
Firm Reg No : 010000S

P. SRIRAM
Partner
Membership No. 227395

Date : 30.05.2013
Place : Hyderabad

For and on behalf of the Board of Directors of
BOSTON TEKNEWSYS (INDIA) LIMITED

Sd/-
D. Surender Reddy
Director

Sd/-
Vishnu Kant Bhangadia
Director

Boston Teknowsys (India) Limited

Cash Flow Statement for the ended 31st March, 2013

(All amounts in Indian Rupes except for share data or otherwise stated)

Particulars	Year ended 31.03.2013	Year ended 31.03.2012
CASH FROM OPERATING ACTIVITIES		
A. CASH FOLW FROM OPERATING ACTIVITIES		
Net Profit / Loss before tax and extraordinary item	861,321	824,954
Adjustments for:		
Depreciation	308,201	308,201
Interest paid	—	—
Other Income	—	—
Misc Exp. Written off	153,686	153,686
Operating Profit before Working Capital Changes	1,323,208	1,286,841
Adjustments for:		
Inventories	(372,785)	(453,390)
Sundry Debtors	(10,963,307)	(2,136,741)
Loans & Advances	23,022	—
Other Current Assets	(675,186)	—
Current Liabilities	10,751,622	1,316,413
Cash Generated From Operations:	(1,236,634)	(1,273,718)
Taxes Paid	(9,610)	22,733
Net cash flow/(used) from operating activities (A)	86,574	(9,610)
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	—	—
Purchase of Investments	—	—
Sale of Investments	11,819,900	—
Net cash flow/(used) from investing activities (B)	11,819,900	—
C CASH FLOW FROM FINANCING ACTIVITIES		
Issue of Share Capital	—	15,000
Secured Loans	500,000	—
Dividend & Dividend tax Pead	—	—
Net cash flow/(used) from financing activities (C)	500,000	15,000
“Net Increase / Decrease in Cash and Cash equivalents (A+B+C)”	12,406,474	5,390
Cash and cash equivalents as at beginning of the year	98,194	92,804
Cash and cash equivalents as at end of the year	12,504,668	98,194

As per our audit report of even date

For **CHANAMOLU & CO.,**
Chartered Accountants
Firm Reg No : 010000S

P. SRIRAM
Partner
Membership No. 227395

Date : 30.05.2013
Place : Hyderabad

For and on behalf of the Board of Directors of
BOSTON TEKNOWSYS (INDIA) LIMITED

Sd/-
D. Surender Reddy
Director

Sd/-
Vishnu Kant Bhangadia
Director

Boston Teknowsys (India) Limited

NOTES TO ACCOUNTS

(All amounts in Indian Rupees except for share data or otherwise stated)

Particulars	As at Mar'31, 2013	As at Mar'31, 2012
Note 2 : Share Capital		
Authorised:		
57,50,000 Equity Shares of Rs.10/- each	57,500,000	57,500,000
Issues, Subscribed and Paid up		
5240500 equity shares of Rs.10 each	52,405,000	52,405,000
Calls in Arrears	—	—
	52,405,000	52,405,000
Note 3 : Reserves and Surplus		
General Reserve		
Balance as per last account	279,650	279,650
Profit & Loss A/c Surplus		
Balance in the statement of profit & loss	(21,423,288)	(22,005,632)
Additions during the year	577,424	582,344
	(20,566,214)	(21,143,638)
Note 4 : Long - term borrowings		
Loans and advances from banks		
Term loans		
From banks	—	—
From others	—	—
Unsecured Loans	603,775	103,775
	603,775	103,775
Note 5 : Deferred tax liabilities (Net)		
Opening Balance	45,765	50,641
Add/Less: Current year Provision	25,501	(4,876)
	71,266	45,765
Note 6 : Trade Payables		
Sundry Creditors	14,051,049	3,132,300
Outstanding Liabilities	151,869	492,804
	14,202,918	2,308,691
Note 7 : Short - term provisions		
Provision for Income tax	580,742	322,346
vat payable	142,808	—
TDS Payable	31,000	—
service Tax Payable	—	—
	754,550	322,346

Boston Teknowsys (India) Limited

NOTES TO ACCOUNTS

(All amounts in Indian Rupes except for share data or otherwise stated)

Particulars	As at Mar'31, 2013	As at Mar'31, 2012
NOTE -9: Investments		
In Government Securities		
National Savings Certificate	500	500
In Equity Shares- Un Quoted		
Bhagya Lakshmi vegetable Products Limited	1,586,400	1,586,400
Dronachalam Lime & Minarals Private Limited	80,000	80,000
Haryana Metal & Re-rolling Mills Limited	30,000	30,000
Naag advertising & Marketing Limited	170,000	170,000
Raayalaseema Paper Mills Limited	785,000	785,000
Sree Raayalaseema Tissues Limited	100,000	100,000
Trezer Oil Agro Tech Limited	2,915,000	2,915,000
Ind - Barath Commodities Limited	—	5,655,540
Sriba Agro Limited	—	6,164,360
	5,666,900	17,486,800
Note 10 : Other Non- Current Assets		
MISCELLANEOUS EXPENDITURE		
Priliminary Expenditure	312,895	352,007
Public Issue Expenditure	916,591	1,031,165
Less : Written off	153,686	153,686
	1,075,800	1,229,486
Note 11 : Trade receivables		
(Unsecured, considered good, unless otherwise stated)		
Debts outstanding for a period exceeding six months		
Considered good	3,273,199	983,790
Considered doubtful	—	—
Other debts		
Considered good	10,963,307	2,289,409
	14,236,506	3,273,199
Less: Provision for doubtful debts	—	—
	14,236,506	3,273,199
Note 12 : Cash and cash equivalents		
Cash on hand	56,273	77,938
Balances with scheduled banks		
On current accounts	12,434,380	6,241
On deposit accounts	14,015	14,015
	12,504,668	98,194
Note 13 : Short - term loans and advances		
Loans & advances	2,429,660	2,429,660
Less: Provisional For Doubtful Debts	(1,657,644)	(1,657,644)
Staff Advances	87,220	87,220
Advances for Capital Goods & Others	1,785,461	1,785,461
Tax Deducted at Source	—	173,022
Other Advances	8,205,046	8,055,046
	10,849,743	10,872,765

NOTES TO ACCOUNTS

(All amounts in Indian Rupees except for share data or otherwise stated)

Particulars	As at Mar'31, 2013	As at Mar'31, 2012
Note 14 : Other current assets		
Prepaid Expenses	—	—
Tds Receivable	502,164	—
Interest Receivable	173,022	—
	675,186	—
Note 15 : Revenue from operations		
Gross Receipts from sales	65,513,861	23,029,374
	65,513,861	23,029,374
Note 15 : Material Cost		
a. Increase in inventories		
Opening stock of inventories		
Work- in- progress	453,390	—
Finished goods	—	—
	453,390	—
Closing stock of inventories		
Work- in- progress	826,175	453,390
Finished goods	—	—
	826,175	453,390
	826,175	453,390
Note 17 : Operating Expenses		
purchases (including sales returns)		
Purchase of Services	62,657,754	20,67,232
Freight Charges	—	—
	62,657,754	26,679,232
Note18:Personnel Cost		
Salaries	1,076,428	985,182
Staff Welfare	96,473	89,060
	1,172,901	1,074,242
Note 19 : Administration expenses		
Auditors Remuneration	50,000	25,000
Rates & Taxes, Filing Charges	389,320	56,362
Printing & Stationary	32,729	29,116
Communication expenses	36,428	38,581
Travelling Expenses	66,227	155,892
Rent	60,000	60,000
Office Maintenance	34,286	29,264
Consultancy Charges	30,525	24,163
Electricity Charges	28,634	24,071
Misc. expenses written off.	153,686	153,686
	881,835	596,135
Note 20 : Interest& Finance charges		
Interest amount paid on loans	—	—
Interest charges	—	—
Bank Charges	4,634	—
	4,634	—

NOTE: 1 SIGNIFICANT ACCOUNTING POLICIES:

1. Basis of preparation of financial statements

The accompanying financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention, on the basis of a going concern basis, while revenue, expenses, assets and Liabilities accounted/recognized on accrual basis. GAAP comprises mandatory accounting standards issued by the Institute of Chartered Accountants of India (ICAI), the provisions of the Companies Act, 1956. Accounting policies are consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Management evaluates all recently issued or revised accounting standards on an ongoing basis. The financial statements are prepared under the historical cost convention. Recognition of income and expenses, accrual basis of accounting is followed.

2. Use of Estimates

The preparation of financial statements in conformity with GAAP requires Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include provisions for doubtful debts, future obligations under retirement benefit plans, income taxes, post-sales customer support and the useful lives of fixed assets and intangible assets.

Management periodically assessed using external and internal sources whether there is an indication that an asset may be impaired. Contingencies are recorded when it is probable that a liability will be incurred, and the amount can be reasonably estimated. Actual results could differ from those estimates.

3. Revenue Recognition

Revenue has been recognized on accrual basis.

4. Expenditure

Expenses are accounted on accrual basis and provisions are made for all known losses and liabilities.

5. Fixed Assets, intangible assets and capital work-in-progress

Fixed Assets are stated at cost, less accumulated depreciation. All direct costs are capitalized until fixed assets are ready for use including taxes, duties, freight and other incidental expenses relating to acquisition and installation. Capital work-in-progress comprises outstanding advances paid to acquire fixed assets, and the cost of fixed assets that are not yet ready for their intended use at the balance sheet date. Intangible assets are recorded at the consideration paid for acquisition.

6. Depreciation and amortization

Depreciation on fixed assets is applied on straight-line method, pro-rata for the period of usage, in accordance with the rates prescribed under schedule XIV of the Companies Act, 1956.

7. Income tax

Income taxes are computed using the tax effect accounting method, in accordance with the Accounting Standard (AS 22) "Accounting for Taxes on Income" which includes current taxes and deferred taxes. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and the relevant of timing difference of earlier years. Deferred tax asset and liabilities are measured at the tax rates that are expected to apply to the period when the asset / liability is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date. Deferred Tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

8. Employee Benefits

The company has recognized the employee benefits in the books of accounts as per management estimates.

NOTES TO ACCOUNTS:**21. Contingent Liabilities : Nil****22. Quantitative details**

The Company is engaged in the business of sales and services of electronic goods and allied business cannot be expressed in any generic unit and hence it is not possible to give such quantitative details of such services and certain information as required under paragraph 3,4C and 4D of Part II of Schedule VI to the Companies Act, 1956. The details of Conversation of Energy, Technology absorption are given in Directors Report. R&D expenditure is not separately accounted for.

23. Foreign Exchange earned and outgo

Earnings: FOB Value of Exports : Rs. Nil

Out Go: CIF Value of Capital Goods : Rs. Nil

24. Dues to micro and small-scale industrial undertakings

As at March 31, 2013 as per available information with the company, there are no dues to small scale Industrial Undertakings.

25. The previous year figures have been recast / restated, wherever necessary, to the current year's classification.

26. Notes 1 to 20 form part of Balance Sheet and have been authenticated.

As per our audit report of even date attached

For **CHANAMOLU & CO.,**
Chartered Accountants
Firm Reg No : 010000S

P. SRIRAM
Partner
Membership No. 227395

Date : 30.05.2013
Place : Hyderabad

For and on behalf of the Board of Directors of
BOSTON TEKNOVSYS (INDIA) LIMITED

Sd/-

D. Surender Reddy
Director

Sd/-

Vishnu Kant Bhangadia
Director

BOSTON TEKNEWSYS (INDIA) LIMITED

Plot No. 16, 1st Floor, Srila Realty Layout, Madinaguda, Miyapur,
Serilingampally Mandal, Hyderabad - 500 049.

PROXY FORM

I/We _____ of _____

_____ being a member(s) of above named company, hereby appoint Mr/Mrs/Ms _____ in the District of _____ as my/our proxy to attend and vote for me /us on my/ our behalf at the 34th Annual General Meeting of the Company to be held on Tuesday the 13th day of August, 2013 at 11.30 A.M. at Registered Office, Plot No. 16, 1st Floor, Srila Realty Layout, Madinaguda, Miyapur, Serilingampally Mandal, Hyderabad - 500 049 and at any adjournment thereof.

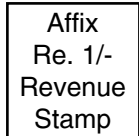
Signed this _____ day of _____ 2013

Address _____

Folio No. / Client ID _____

No. of Shares held : _____

Note: The proxy in order to effective should be duly stamped, completed, signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the meeting.



BOSTON TEKNEWSYS (INDIA) LIMITED

Plot No. 16, 1st Floor, Srila Realty Layout, Madinaguda, Miyapur,
Serilingampally Mandal, Hyderabad - 500 049.

ATTENDANCE SLIP

I hereby record my presence at the 34th Annual General Meeting of the Company to be held on Plot No. 16, 1st Floor, Srila Realty Layout, Madinaguda, Miyapur, Serilingampally Mandal, Hyderabad - 500 049 to be held on Tuesday the 13th day of August, 2013 at 11.30 A.M. and at any adjournment thereof.

Shareholders/Proxy's Signature _____

Shareholders/Proxy's full name _____
(In Block Letters)

Folio No. / Client ID _____ No. of Shares held _____

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

PRINTED MATTER
BOOK - POST

If undelivered please return to :

Boston Teknowsys (India) Limited

Plot No. 16, 1st Floor, Srila Realty Layout,
Madinaguda, Miyapur, Serilingampally Mandal,
Hyderabad - 500 049.



CHANAMOLU & CO.,
CHARTERED ACCOUNTANTS

Phone : 040-40272617
Fax : 040-23418836
Mobile : 93910 15637

FORM A

Format of covering letter of the annual audit report to be filed with the Stock Exchange

1.	Name of the Company	BOSTON TEKNEWSYS (INDIA)LIMITED
2.	Annual Financial Statements for the Year ended	31 March 2013
3.	Type of Audit Observation	NIL
4.	Frequency of Observation	Not Applicable

Signed by

BOSTON TEKNEWSYS(INDIA)LIMITED

BvSiva
BHAVARAJU VENKATA SIVA PRASAD
Managing Director

RAO. A. J. Appa Rao
J. APPA RAO
Audit Committee Chairman

For **CHANAMOLU AND CO**
Chartered Accountants

P. Sri Ram
(P. Sriram)
Partner
Membership No. 227395.

Place: Hyderabad
Date: 31.05.2013