

#### Audited Financial Results for the Quarter and Year Ended March 31, 2013

| Particulars  | Y              | Charleton Co                  |                |                       | (Rs in lacs                          |
|--|----------------|-------------------------------|----------------|-----------------------|--------------------------------------|
|  | March 31, 2013 | Ovarter Ended<br>Dec 31, 2012 | March 31, 2012 | Yea<br>March 31, 2013 | Ended<br>March 31, 2012              |
| PART X   |                |                               |                | ANNUALL SELECTION     |                                      |
| Income from Operations   |                |                               | }              |                       | 1                                    |
| Sales of Products and Services   | 1,749,12       | 1,333.29                      | 1,754.36       | 5,852,63              | 5,193.96                             |
| Other Operating Income   | 4.62           | 2.28                          | 25,64          | 17.33                 | 25.78                                |
| Total Income from Operations   | 1,753.75       | 1,335.57                      | 1,780,00       | 5,869.96              | 5,219.74                             |
| Expenses   |                | ·                             | .,             | ********              | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, |
| Purchases of Products and Services   | 1,630.02       | 1,180.12                      | 1,578,51       | 5.094.42              | 4,582,33                             |
| Changes in Inventories   | (37.03)        | (1.61)                        |                | 57.25                 | (78.15                               |
| Employee Benefits expense  | 84.07          | 67.82                         |                | 286.52                | 231.53                               |
| Depreciation   | 16.91          | 28.64                         | 27.72          | 104,36                | 98.53                                |
| Other Expenses   | 38.67          | 18.96                         | 33.98          | 131.02                | 119.28                               |
| Total Expenses   | 1,732.64       | 1,293.94                      | 1,703.40       | 5,673,56              | 4,953.5                              |
| Profit from operations before finance costs and  |                |                               |                |                       |                                      |
| exceptional items  | 21.11          | 41.63                         | 76,60          | 196,40                | 255.71                               |
| Finance Costs  | 33.18          |                               | 40.07          | 121.99                | 266.21                               |
| Profit from operations before exceptional items  | (12.07)        | 00170                         | 36.54          | 74.41                 | 121.54                               |
| Exceptional Items  | 00.0           | 0.00                          | 8.00           |                       | 144.66                               |
| Profit from Ordinary Activities before tax   | (12.07)        | 10.84                         | 36.54          | 0.00                  | 0.00                                 |
| Tax expense  | 6.73           | 1.44                          |                | 74.41                 | 144.68                               |
| Net Profit from Ordinary Activities after tax  | (18.81)        | 9.40                          | 21.56          | 22.73                 | 41.56                                |
| Extraordinary Items  | 0.00           | 0.00                          | 14.98          | 51.67                 | 103.12                               |
| Net Profit for the period  | (18.81)        |                               | 0.00           | 0.00                  | 0.00                                 |
|  |                | 9.40                          | 14.98          | 51.67                 | 103.12                               |
| Paid Up Equity Share Capital (Face Value Rs 1)<br>Reserves   | 592.31         | 592.31                        | 592.31         | 592.31<br>972.21      | 592.31<br>920.53                     |
| Earnings Per Share (EPS)<br>a. Basic and diluted EPS before extraordinary items  |                |                               |                | 972.21                | 920.53                               |
| for the period, for the year to date and for the   | i              |                               | (              | 1                     |                                      |
| previous year (not annualised)<br>b. Basic and diluted EPS after extraordinary items   | (0.32)         | 0.16                          | 0.25           | 0.87                  | 1.74                                 |
| for the period, for the year to date and for the   |                | 1                             |                | }                     |                                      |
| previous year (not annualised)   | (0.32)         | 0.16                          | 0,25           | 0.87                  | 1,74                                 |
| A. PARTICULARS OF SHAREHOLDING   |                | i                             |                | Ì                     |                                      |
| Public Shareholding  | 1              | i                             |                | [                     |                                      |
| Number of Shares   | 41,656,336     | 41,656,336                    | 41,656,336     | 41 656 336            |                                      |
| Percentage of Sharoholding   | 70.33%         | 70.33%                        | 70.33%         | 41,656,336            | 41,656,336                           |
| Promoters and Promoter Group Shareholding  | 70.3070        | 70.3370                       | /4.3370        | 70.33%                | 70.33%                               |
| a) Piedged / Encumbered  | 1              | 1                             |                |                       |                                      |
| Number of shares   | NII            | Nil                           | NII            | ****                  | F-111                                |
| - % of shares ( of Total Promoters   | 1 ***          | 1911                          | 1411           | Nii                   | Nil                                  |
| Shareholding)  | -              |                               | <i>n</i>       |                       |                                      |
| • % of shares ( of Total Share Capital)  | _ 1            |                               |                |                       |                                      |
| b) Non-Encumbered  | -              | *                             | , ,            | .                     | •                                    |
| - Number of shares   | 17,574,444     | 17,574,444                    | 17 574 444     |                       | # 19 #145 #                          |
| - % of shares ( of Yotal Promoters   | 17,377,444     | 1 1 1 2 1 24 1 24 1 24 1      | 17,574,444     | 17,574,444            | 17,574,444                           |
| Shareholding)  | 100%           | 100%                          | 1000           | ,,,,,,                |                                      |
| - % of shares ( of Total Share Capital)  | 29,67%         | 29.67%                        | 100%           | 100%                  | 100%                                 |
| The second secon | 25.07.76       | 69.07901                      | <u> </u>       | 29.67%                | 29.67%                               |

| Particulars   | Quarter Ended on March 31,<br>2013      |
|---|---|
| B INVESTOR COMPLAINTS   | 777700000000000000000000000000000000000 |
| Pending at beginning of the quarter                           | ,                                       |
| Received during the quarter<br>Disposed of during the quarter |   |
| Remaining unresolved at the end of the quarter                | · ·                                     |

For Dynacons Systems & Solutions Ltd. for and on behalf of the Board of Directors

Mumbai

May 30, 2013

Shirish Anjaria Chairman & Managing Director

**Dynacons Systems & Solutions Limited** 

An ISO 9001:2008 Organization

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#### Notes:

- 1) The above results were reviewed and recommeded by the Audit Committee at its meeting held on May 29, 2013 and were placed and approved at the meeting of the Board of Directors held on May 30,2013.
- 2) The company operates in the segment of Systems Integration and Services
- 3) The previous years figures have been restated wherever necessary.
- 4) Statement of Assets and Liabilities:

| Particulars                       | As at March 31, 2013 | As at March 31, 2013                     |
|-----------------------------------|----------------------|--|
| A EQUITY AND LIABILITIES          |                      |  |
| 1 Shareholders' funds             |                      |  |
| Share capital                     | 592.31               | 592.3                                    |
| Reserves and surplus              | 972.21               | 920.5                                    |
| Sub-total-Shareholders' funds     | 1,564.51             | 1,512.8                                  |
| 2 Non-current liabilities         |                      |  |
| Long-term borrowings              | 42.63                | 69.4                                     |
| Deferred tax liabilities (net)    | 99.18                | 91.7                                     |
| Other Long-term Liabilities       | 15.30                | 13.9                                     |
| Long-term provisions              | 10.45                | 8.9                                      |
| Sub-total-Non-Current Liabilities | 167.55               | 184.0                                    |
| 3 Current liabilities             |                      | TO T |
| Short-term borrowings             | 878.05               | 6420                                     |
| Trade payables                    | 219.30               | 643.9                                    |
| Other current liabilities         | 166.68               | 272.3                                    |
| Sub-total-Current Liabilities     | 1,264.03             | 172.83<br>1,089.13                       |
| TOTAL - EQUITY AND LIABILITIES    | 2,996.10             | 2,786.04                                 |
| B ASSETS                          |                      | **************************************   |
| 1 Non-current assets              |                      |  |
| Fixed assets                      | 460.24               | 1,073.47                                 |
| Non-current investments           | 151.11               | 151.11                                   |
| Long-term loans and advances      | 400.38               | 51.93                                    |
| Other non-current assets          | 24.81                | 26.60                                    |
| Sub-total-Non-Current Assets      | 1,036.55             | 1,303.06                                 |
| 2 Current assets                  |                      |  |
| Inventories                       | 532.48               | E00 30                                   |
| Trade receivables                 | 836.80               | 589.73                                   |
| Cash and cash equivalents         | 180.47               | 728.40<br>155.64                         |
| Short-term loans and advances     | 9.31                 | 9,22                                     |
| Other current assets              | 400.50               | 9,22                                     |
| Sub-total-Current Assets          | 1,959.56             | 1,482.98                                 |
| TOTAL ASSETS                      | 2,996.10             | 2,786.04                                 |

For Dynacons Systems & Solutions Ltd. for and on behalf of the Board of Directors

Mumbai

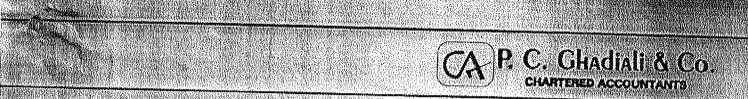
May 30, 2013

Shirish Anjaria

Chairman & Managing Director

#### **Dynacons Systems & Solutions Limited**

An ISO 9001:2008 Organization



### **AUDITOR'S REPORT**

# TO THE MEMBERS OF DYNACONS SYSTEMS & SOLUTIONS LIMITED

We have audited the accompanying financial statements of DYNACONS SYSTEMS & SOLUTIONS LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2013, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

## Management's Responsibility for the Financial Statements

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

### Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies.