

# SHYAM TELECOM LIMITED

REGD. OFFICE : MTS TOWER, 3, AMRAPALI CIRCLE, VAISHALI NAGER, JAIPUR - 302021, RAJASTHAN, INDIA

## STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED, STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31ST MARCH, 2013

Under Clause 41 of the Listing Agreement

(Rs. In Lacs)

S NO.	PARTICULARS	Standalone Results						Consolidated Results	
		Quarter ended			Year ended			Year ended	
		Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Audited
31-Mar-13	31-Dec-12	31-Mar-12	31-Mar-12	31-Mar-13	31-Mar-12	31-Mar-13	31-Mar-12	31-Mar-12	
<b>PART - I</b>									
1	Net Sales/Income from Operations ( Net of Excise Duty )	5,670.47	18,378.44	41,950.71	79,698.19	42,326.60	79,765.95		
2	Other Operating Income	7.34	44.15	13.70	117.51	93.79	117.51		
3	<b>Total Income from Operations ( Net ) ( 1+2 )</b>	<b>5,615.66</b>	<b>18,392.14</b>	<b>42,044.50</b>	<b>79,815.70</b>	<b>42,420.39</b>	<b>79,883.46</b>		
4	<b>Expenditure</b>								
	(a) Cost of Materials Consumed	79.88	239.55	548.02	963.84	963.84	5,013.77		
	(b) Purchase of Stock-in-Trade	3,147.72	3,239.74	10,484.82	64,414.29	35,050.48	64,414.29		
	(c) Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-trade	1,608.32	1,136.09	2,469.80	4,101.18	2,500.05	3,978.07		
	(d) Employees benefits expenses	237.11	294.77	1,111.12	1,390.10	1,175.37	1,499.84		
	(e) Depreciation and amortisation expenses	56.74	53.57	57.21	216.70	237.35	238.10		
	(f) Other Expenses	570.24	570.60	602.55	2,438.49	3,686.28	2,640.96		
	<b>TOTAL</b>	<b>5,864.44</b>	<b>5,516.32</b>	<b>18,144.89</b>	<b>78,842.97</b>	<b>42,548.13</b>	<b>79,000.72</b>		
5	<b>Profit / ( Loss ) from Operations before Other Income, Finance costs &amp; Exceptional Items ( 3-4 )</b>	<b>(248.78)</b>	<b>198.30</b>	<b>247.25</b>	<b>(206.01)</b>	<b>972.73</b>	<b>882.74</b>		
6	Other Income	16.73	48.58	73.71	535.01	536.34	162.57		
7	Finance Costs	(232.05)	246.88	320.96	1,132.18	408.60	1,045.31		
8	Exceptional Items	73.88	60.13	60.85	306.63	180.55	306.63		
9	<b>Profit / ( Loss ) from ordinary activities before Finance costs but before Exceptional Items ( 7-8 )</b>	<b>(305.93)</b>	<b>186.75</b>	<b>260.11</b>	<b>148.45</b>	<b>825.55</b>	<b>228.05</b>		
10	Exceptional Items	7.78	110.53	339.75	118.31	339.75	118.31		
11	<b>Profit / (Loss) from Ordinary Activities before tax ( 9-10 )</b>	<b>(313.71)</b>	<b>76.22</b>	<b>(79.64)</b>	<b>30.14</b>	<b>485.80</b>	<b>109.74</b>		
12	Tax expense	(108.92)	22.26	6.66	25.08	21.43	25.08		
13	<b>Net Profit / (Loss) from Ordinary Activities after tax ( 11-12 )</b>	<b>(204.79)</b>	<b>53.96</b>	<b>(86.30)</b>	<b>5.06</b>	<b>274.37</b>	<b>84.66</b>		
14	Extraordinary items ( Net of tax expenses )	-	-	-	-	-	-		
15	<b>Net Profit / (Loss) for the period ( 13-14 )</b>	<b>(204.79)</b>	<b>53.96</b>	<b>(86.30)</b>	<b>5.06</b>	<b>274.37</b>	<b>84.66</b>		
16	Paid up Equity Share Capital (Face Value of the share Rs.10/-each)	1,127.00	1,127.00	1,127.00	1,127.00	1,127.00	1,127.00		
17	Reserve excluding Revaluation Reserves as per Balance Sheet of previous accounting year	-	-	-	4,103.41	4,098.35	3,221.28		
18	Earning Per Share (EPS)	(1.82)	0.48	(0.77)	0.04	2.43	0.75		
	(a) Basic and diluted EPS before Extraordinary items	(1.82)	0.48	(0.77)	0.04	2.43	0.75		
	(b) Basic and diluted EPS after Extraordinary items	-	-	-	-	-	-		
<b>PART II</b>									
<b>A PARTICULARS OF SHAREHOLDING</b>									
<b>1 Public shareholding</b>									
	- Number of shares	3,800,517	3,800,517	3,800,517	3,800,517	3,800,517	3,800,517		
	- Percentage of shareholding	33.72	33.72	33.72	33.72	33.72	33.72		
<b>2 Promoters and Promoter Group Shareholding</b>									
	(a) Pledged / Encumbered	-	-	-	-	-	-		
	- Number of shares	3,200,000	3,200,000	3,200,000	3,200,000	3,200,000	3,200,000		
	- Percentage of Promoters shareholding	42.84	42.84	42.84	42.84	42.84	42.84		
	- Percentage of Total shareholding	28.39	28.39	28.39	28.39	28.39	28.39		
	(b) Non-encumbered	-	-	-	-	-	-		
	- Number of shares	4,269,483	4,269,483	4,269,483	4,269,483	4,269,483	4,269,483		
	- Percentage of Promoters shareholding	57.16	57.16	57.16	57.16	57.16	57.16		
	- Percentage of Total shareholding	37.89	37.89	37.89	37.89	37.89	37.89		
<b>PARTICULARS</b>									
<b>B INVESTOR COMPLAINTS</b>									
	Pending at the beginning of the quarter	-	-	-	-	-	-		
	Received during the quarter	-	-	-	-	-	-		
	Disposed or during the quarter	-	-	-	-	-	-		
	Remaining unresolved at the end of the quarter	-	-	-	-	-	-		
<b>Segment wise Revenue and Results</b>									
1.	<b>Segment Revenue</b>								
	- Telecom Products & Services	459.43	869.43	1,182.26	2,697.09	8,758.41	8,072.98		
	- Trading	5,156.23	17,202.84	17,202.84	39,334.78	71,004.24	39,334.78		
	- Investments	-	-	7.04	12.63	53.05	12.63		
	<b>Gross Sales / Income From Operations</b>	<b>5,615.66</b>	<b>18,392.14</b>	<b>18,392.14</b>	<b>42,044.50</b>	<b>79,815.70</b>	<b>42,420.39</b>		
	Less : Inter / Intra Segment Sales	-	-	-	-	-	-		
	<b>Net Sales</b>	<b>5,615.66</b>	<b>18,392.14</b>	<b>18,392.14</b>	<b>42,044.50</b>	<b>79,815.70</b>	<b>42,420.39</b>		
2.	<b>Segment Results</b>								
	(Profit before Interest, Tax and unallocable overheads)	(62.57)	272.72	(157.50)	38.37	314.15	107.37		
	- Telecom Products & Services	6.27	440.29	440.29	570.39	2,604.24	570.39		
	- Trading	-	-	7.04	12.63	53.05	12.63		
	- Investments	(56.30)	314.50	289.83	620.39	2,971.44	699.39		
	<b>Total</b>	<b>(62.57)</b>	<b>272.72</b>	<b>(157.50)</b>	<b>38.37</b>	<b>314.15</b>	<b>107.37</b>		
	Less :								
	Depreciation & Amortisations	58.74	53.57	57.21	216.70	237.35	217.43		
	Interest & Financial Charges	73.88	60.13	60.85	180.55	306.63	306.63		
	Exceptional Items	7.78	110.53	339.75	118.31	339.75	118.31		
	Other un-allocable Expenditure ( Net. of un-allocable Income )	117.01	14.05	(88.34)	74.69	1,601.91	73.36		
	<b>Profit / ( Loss ) Before Tax</b>	<b>(313.71)</b>	<b>76.22</b>	<b>(79.64)</b>	<b>30.14</b>	<b>485.80</b>	<b>109.74</b>		



**Notes:-**

- a) Quarterly Audited financial results duly reviewed by the Statutory Auditors and further reviewed by Audit Committee were taken on record by the Board of Directors at its meeting held on 25.05.2013. Audited Standalone and Consolidated Financial results for the year ended March 31, 2013 audited by Statutory Auditors were approved by Audit Committee and Board of Directors at their respective meetings held on 25.05.2013.
- b) Provision for Tax includes provision for Deferred Tax and Minimum Alternate Tax.
- c) The figure for the last quarter are balancing figure between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year.
- d) Accounts of Foreign Subsidiary has been converted as per generally accepted accounting principles in India. The consolidated financial results have been prepared in accordance with Accounting Standard (AS) 21 "Consolidated Financial Statements" as notified under Companies (Accounting Standard) Rules, 2006.
- e) Utilisation of Capital Employed in the Business have not been identified to any of the reportable segments as capital employed is used interchangeable.
- f) Previous period figures have been regrouped wherever considered necessary.
- g) Statement of Assets and Liabilities

(Rs. In Lacs)

	STANDALONE			CONSOLIDATED	
	AS at 31.03.2013	AS at 31.03.2012	AS at 31.03.2013	AS at 31.03.2012	AS at 31.03.2012
<b>A</b>	<b>EQUITY AND LIABILITIES</b>				
<b>1</b>	<b>Shareholders Funds</b>				
	(a) Share Capital	1127.00	1127.00	1127.00	1127.00
	(b) Reserves and Surplus	4103.41	4098.35	3305.94	3221.28
	(c) Money received against share warrants	-	-	-	-
	<b>Sub-Total - Shareholders funds</b>	<b>5230.41</b>	<b>5225.35</b>	<b>4432.94</b>	<b>4348.28</b>
<b>2</b>	Share application money pending allotment				
<b>3</b>	Minority Interest				
<b>4</b>	<b>Non-Current Liabilities</b>				
	(a) Long Term borrowings	8.78	2.62	8.78	2.62
	(b) Deferred Tax Liability (Net)	151.82	259.74	151.82	259.74
	(c) Other long-Term Liabilities	-	-	-	-
	(d) Long-Term provisions	88.17	86.98	88.17	86.98
	<b>Sub-Total - Non-current liabilities</b>	<b>248.77</b>	<b>349.34</b>	<b>248.77</b>	<b>349.34</b>
<b>5</b>	<b>Current Liabilities</b>				
	(a) Short-Term borrowings	718.90	3468.35	718.90	3468.35
	(b) Trade payables	3757.38	1790.31	3757.38	1713.27
	(c) Other current Liabilities	3678.07	6703.67	3747.40	6722.62
	(d) Short-Term provisions	80.59	54.46	80.59	54.46
		8234.84	2756.69	8304.17	2768.72
	<b>Sub-Total - Current liabilities</b>	<b>13714.02</b>	<b>33091.38</b>	<b>12985.88</b>	<b>32356.34</b>
	<b>TOTAL - EQUITY AND LIABILITIES</b>				
<b>B</b>	<b>ASSETS</b>				
<b>1</b>	<b>Non-Current Assets</b>				
	(a) Fixed assets	2142.13	2333.91	2146.07	2338.59
	(b) Goodwill on consolidation	-	-	-	-
	(c) Non-current investments	79.82	79.82	79.78	79.78
	(d) Deferred tax assets (Net)	2233.42	2168.92	1002.32	1024.88
	(e) Long-term loans and advances	0.90	455.41	0.90	455.41
	(f) Other non-current assets	4456.27	5038.06	3229.07	3998.66
	<b>Sub-Total - Non-Current assets</b>				
<b>2</b>	<b>Current Assets</b>				
	(a) Current Investments	-	-	-	-
	(b) Inventories	3565.06	9472.58	3761.47	9699.16
	(c) Trade receivables	1131.75	8243.31	1318.20	8380.88
	(d) Cash and Bank Balances	1522.75	2754.25	1638.95	2794.46
	(e) Short-term loans and advances	3038.19	7583.18	3038.19	7583.18
	(f) Other current assets	-	-	-	-
	<b>Sub-Total - Current assets</b>	<b>9257.75</b>	<b>28053.32</b>	<b>9756.81</b>	<b>28457.68</b>
	<b>TOTAL - ASSETS</b>	<b>13714.02</b>	<b>33091.38</b>	<b>12985.88</b>	<b>32356.34</b>

For & on behalf of Board of Directors of  
**SHYAM TELECOM LIMITED**

Rajiv Mehrotra  
Chairman & Managing Director

Date : 25th May, 2013  
Place : NEW DELHI

**INDEPENDENT AUDITOR'S REPORT**

**To the Members of SHYAM TELECOM LIMITED**  
**Report on the Financial Statements**

We have audited the accompanying financial statements of **SHYAM TELECOM LIMITED** which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and 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**

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

**Auditor's Responsibility**

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

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

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

**Opinion**

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



(a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;

(b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and

(c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

2. As required by section 227(3) of the Act, we report that:

a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

c. the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;

e. on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For Mehra Goel & Co.

Chartered Accountants

Firm Registration Number: 000517N

*R.K. Mehra*

R.K. Mehra

Partner

M. No: 6102

Place: New Delhi

Date: May 25, 2013



ANNEXURE

(i) The Company has maintained records showing full particulars, including quantitative details and situation of fixed assets. The fixed assets covering significant value have been physically verified by the management during the year, which in our opinion is reasonable, having regard to the size of the Company and the nature of its business. On the basis of the information and explanations given by the management, no material discrepancies have been noticed on such verification. No substantial Part of fixed assets have been disposed off during the year.

(ii) The inventory of the Company in its possession has been physically verified by the management at reasonable intervals. Stocks in the possession and custody of third parties and stocks-in-transit as on March 31, 2013, have been verified by the management with reference to confirmations or statements of account or correspondence of the third parties or subsequent receipt of goods. In our opinion the frequency of verification is reasonable.

The procedure of physical verification of inventories followed by the management is reasonable and adequate in relation to the size of the Company and the nature of its business.

The company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material and these have been properly dealt with in the books of account.

(iii) The Company has not granted any loans, secured or unsecured to Companies, firms or other parties as covered in the register maintained under section 301 of the Companies Act, 1956.

The Company has not taken any secured loans from Companies, firms and other parties covered in the register maintained under section 301 of the Companies Act, 1956. In respect of unsecured loan taken from a Company covered in the register maintained under section 301 of the Companies Act, 1956, the rate of interest and other terms and conditions of loan are, prima facie, not prejudicial to the interest of the Company. The maximum amount outstanding at any time during the year is Rs.3232.20 lacs and year end balance Rs. 808.48 lacs including interest accrued thereon. The principal and interest amount is repayable on demand.

(iv) There are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to sale of goods and services. During the course of our audit, no major weaknesses have been noticed in the internal control.

(v) The particulars of contracts or arrangements that need to be entered into the Register maintained under section 301 have been so entered.

The transactions made in pursuance of contracts or arrangements entered in the Register maintained under Section 301 of the Companies Act, 1956, have been made at prices which are reasonable having



regard that in respect of certain items alternative sources are limited and others are made with reference to price list, quality, delivery schedules and prevailing market prices for such goods and materials or the prices at which transactions for similar goods have been made with other parties.

(vi) The particulars of contracts or arrangements that need to be entered into the Register maintained under section 301 have been so entered.

(vii) The internal audit of the company is done by other chartered accountants firm, which is commensurate with its size and nature of its business.

(viii) On the basis of records produced before us, we are of the opinion that prima facie, the cost records and accounts prescribed by the central government under clause (d) of sub section (1) of section 209 of the Companies Act, 1956, have been maintained. However, we have not, nor we are required, carried out any detailed examination of such accounts and records.

(ix) The company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Investor Education Protection Fund, Employees' State Insurance, Income-Tax, Wealth-Tax, Sales-Tax, Custom Duty, Excise-Duty, Cess, Service-Tax and other statutory dues applicable to it and no amount were in arrears as at 31<sup>st</sup> March 2013, for a period of more than six months from the date they become payable.

Dues of Sale Tax, Income-Tax, Wealth Tax, Customs Duty, Excise Duty, Service Tax and Cess which have not been deposited on account of any dispute are as under:

Name of the Statute	Nature of the Dues	Period to which the amount pertains	Amount (Rs. in lacs)	Forum where dispute is pending	
Income Act, 1961	Tax	Income Tax	Assessment Year 2007-2008	39.71	CIT(A)

(x) The company has no brought forward losses and has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xi) In our opinion the Company has not defaulted in repayment of dues to Financial Institutions or Banks.

(xii) In our opinion the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) The provision of any special statute applicable to chit fund /nidhi /mutual benefit fund/societies is not applicable to the company.

(xiv) The company is not dealing or trading in shares, securities debentures and other securities.

(xv) The Company has not given any guarantee for loans taken by others from banks or Financial Institutions.



- (xvi) The term loans have been applied for the purpose for which they were obtained.
- (xvii) According to the Cash Flow Statement and other records examined by us, on an overall basis, funds raised on short-term basis have, prima facie, not been used during the year for long-term investment.
- (xviii) The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
- (xix) The Company has not issued debentures during the financial year covered by our audit report.
- (xx) The company has not raised money by public issue during the financial year covered by our audit report.
- (xxi) 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 year.

**For Mehra Goel & Co.**  
**Chartered Accountants**  
**Firm Registration Number: 000517N**

*R.K. Mehra*

**R.K. Mehra**  
 Partner  
 M. No: 6102

Place: New Delhi  
 Date: May 25, 2013



## SHYAM TELECOM LIMITED

Regd. Off : MTS Tower, 3 Amarpall Circle, Vaishali Nagar, Jaipur - 302021, Rajasthan, India

STATEMENT OF APPROPRIATION		(As per Clause 20 of the Listing Agreement)	
S.No.	Particulars	31-Mar-2013	31-Mar-2012
		For the Year Ended	
		(Rs. in Lacs)	
1	Total Turnover & Other Receipts	42,579.51	79,975.15
2	Gross Profit ( Before deduction any of the following )	545.70	1,369.53
	a) Depreciation	216.70	237.35
	b) Interest	180.55	306.63
	c) Exceptional Item	118.31	339.75
	c) Tax liability	25.08	211.43
	c) Others if any ( Loss / Profit ) on Investments		
3	Net Profit Available for Appropriation	5.06	274.37
4	Provision for Investment Advance Reserve		
5	Net Profit / Loss		
	a) Add / less		
	B/F From Last Year Balance Profit	4,083.35	3,808.98
	B/F From Last Year General Reserve/Investment Reserve	15.00	15.00
	b) Other Investment, if any		
	Add : Loss on Distribution of Shares		
	Less: Transferred to General Reserve		
6	Dividend		
	a) Per ordinary share Rs.		
	b) Number of shares		
7	Balance Carried Forward	4,103.41	4,098.35
8	Particulars of Proposed Right / Bonus Shares		

For SHYAM TELECOM LIMITED

( Authorised Signatory )

