

MMWL/SEC/16-17/

May 27, 2016

The Secretary,  
BSE Limited  
27<sup>th</sup> Floor  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI-400 001

Dear Sir,

**Re: Outcome of the Board Meeting held on 27<sup>th</sup> May, 2016**

Pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations"), we are enclosing herewith the following documents for the fourth quarter and year ended 31<sup>st</sup> March, 2016 as reviewed by the Audit Committee, which have been approved by the Board of Directors of the Company at its meeting held on 27<sup>th</sup> May, 2016:

- a. Standalone as well as Consolidated Annual Audited Financial Results for the financial year 2015-16, along with Auditors Report thereon.
- b. Form A (for Audit Report with unmodified opinion) - Standalone as well as Consolidated Financial Results.


Arrangements have also been made to publish the Financial Results in the Newspapers.

The Board of Directors of the Company at its meeting held on 27<sup>th</sup> May, 2016, has decided to continue to submit the quarterly/year to date standalone along with consolidated financial results during financial year 2016-17.

This is for your information and record please.

Thanking you,

Yours faithfully,  
For **Media Matrix Worldwide Limited**



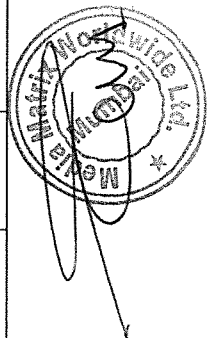
**(Gurvinder Singh Monga)**  
Company Secretary

Encl.: as above

Media Matrix Worldwide Limited

Statement of Audited Standalone and Consolidated Financial Results for the quarter and year ended March 31, 2016  
 Statement of Audited Standalone Financial Results for the quarter and year ended March 31, 2016  
 Statement of Audited Consolidated Financial Results for the quarter and year ended March 31, 2016  
 (Rs. in Lakhs)

Particulars	Three months ended March 31, 2016		Preceding three months ended December 31, 2015		Three months ended March 31, 2016		Preceding three months ended December 31, 2015		March 31, 2016		Consolidated results for the financial year ended March 31, 2016		Consolidated results for the financial year ended March 31, 2015	
	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited
<b>1. Income from Operations</b>														
(a) Net Sales/Income from Operations(net of return)	55.41	97.10	69.35	312.96	258.20	3,554.06	3,880.51	3,095.45	13,438.00	15,892.49				
(b) Other Operating Income	-	-	-	-	-	75.12	73.00	69.35	308.57	258.20				
Total Income from Operations (net)	55.41	97.10	69.35	312.96	258.20	3,629.18	3,953.51	3,164.80	13,746.57	16,150.69				
<b>2. Expenses</b>														
(a) Cost of Materials consumed	-	-	-	-	-	108.20	(35.71)	81.22	306.40	3,130.30				
(b) Purchase of stock-in-trade	-	-	-	-	-	1.06	29.20	14.06	15.43	82.21				
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-	-	-	-	-	-				
(d) Employee benefits expense	25.16	33.97	20.46	99.56	107.61	1,926.88	1,939.35	1,575.37	7,718.07	7,446.10				
(e) Depreciation and amortisation expense	0.38	0.38	0.58	1.94	2.30	321.65	390.20	442.94	1,536.11	2,092.34				
(f) Legal & Professional charges	11.85	35.13	3.61	80.37	50.36	128.25	141.67	108.59	453.88	346.31				
(g) Technical cost	-	-	-	-	-	48.77	49.47	96.20	190.24	283.53				
(h) Content & Bandwidth cost	-	-	-	-	-	397.42	288.06	359.97	1,366.78	1,544.87				
(i) Other expenses	29.83	25.68	36.01	115.10	114.57	974.70	1,111.12	707.25	4,357.53	4,396.73				
Total Expenses	67.22	95.16	60.66	296.97	274.84	3,906.93	3,913.36	3,385.60	15,944.44	19,322.39				
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(11.81)	1.94	8.69	15.99	(16.64)	(277.75)	40.15	(220.79)	(2,197.87)	(3,171.70)				
4. Other Income	0.09	0.16	17.92	41.33	72.23	51.76	42.51	27.21	128.74	115.68				
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(11.72)	2.11	26.61	57.32	55.59	(225.99)	82.66	(193.60)	(2,069.13)	(3,056.02)				
6. Finance Costs	0.01	0.01	0.01	0.07	0.02	140.75	102.92	86.65	439.69	308.90				
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	(11.73)	2.09	26.60	57.25	55.57	(366.74)	(20.26)	(280.24)	(2,508.82)	(3,364.92)				
8. Exceptional items - (Income)/Expenses	-	-	-	-	-	-	-	-	-	-				
9. Profit / (Loss) from ordinary activities before tax (7 - 8)	(11.73)	2.09	26.60	57.25	55.57	(366.74)	(20.26)	(280.24)	(2,508.82)	(3,364.92)				
10. Tax expense	(0.85)	0.67	8.60	18.91	19.39	(2.81)	0.97	(8.32)	17.58	2.42				
11. Net Profit / (Loss) from ordinary activities after tax (9 - 10)	(10.88)	1.42	18.00	38.34	36.18	(363.93)	(21.23)	(271.92)	(2,526.40)	(3,367.34)				
12. Extraordinary items	-	-	-	-	-	-	-	-	-	-				
13. Net Profit / (Loss) for the period (11- 12)	(10.88)	1.42	18.00	38.34	36.18	(363.93)	(21.23)	(271.92)	(2,526.40)	(3,367.34)				
14. Share of Profit / (Loss) of associates	-	-	-	-	-	-	-	-	-	-				
15. Minority Interest	-	-	-	-	-	-	-	-	-	-				
16. Net Profit/(Los) after taxes, minority interest, share of profit/(loss) of associates (13-14-15)	(10.88)	1.42	18.00	38.34	36.18	(363.93)	(21.23)	(271.92)	(2,526.40)	(3,367.34)				



Particulars	Statement of Audited Standalone Financial Results for the quarter and year ended March 31, 2016				Statement of Audited Consolidated Financial Results for the quarter and year ended March 31, 2016				
	Three months ended March 31, 2016	Preceding three months ended December 31, 2015	Corresponding three months ended March 31, 2015	Standalone results for the financial year ended March 31, 2016	Three months ended March 31, 2016	Preceding three months ended December 31, 2015	Corresponding three months ended March 31, 2015	Consolidated results for the financial year ended March 31, 2016	Consolidated results for the financial year ended March 31, 2015
(Refer Notes below)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
17. Paid-up equity share capital (Face Value of Re. 1/- each)	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42
18. Reserve excluding Revaluation Reserves				5,306.38				(9,415.29)	(6,854.11)
19.1 Earning per Share (of Re. 1/- each) Before Extraordinary items (not annualised)	(0.0010)	0.0001	0.0016	0.0034	(0.0321)	(0.0019)	(0.0240)	(0.2230)	(0.2973)
(a) - Basic	(0.0010)	0.0001	0.0016	0.0034	(0.0321)	(0.0019)	(0.0240)	(0.2230)	(0.2973)
(b) - Diluted	(0.0010)	0.0001	0.0016	0.0034	(0.0321)	(0.0019)	(0.0240)	(0.2230)	(0.2973)
19.2 Earning per Share (of Re. 1/- each) after Extraordinary items (not annualised)	(0.0010)	0.0001	0.0016	0.0034	(0.0321)	(0.0019)	(0.0240)	(0.2230)	(0.2973)
(a) - Basic	(0.0010)	0.0001	0.0016	0.0034	(0.0321)	(0.0019)	(0.0240)	(0.2230)	(0.2973)
(b) - Diluted	(0.0010)	0.0001	0.0016	0.0034	(0.0321)	(0.0019)	(0.0240)	(0.2230)	(0.2973)
See Accompanying note to financial results									

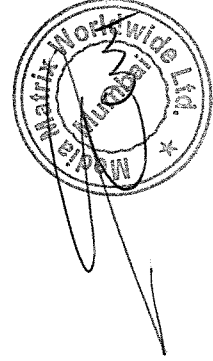
**Notes:**

- The above annual audited standalone and consolidated financial results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on May 27, 2016. The statutory auditors have expressed their unqualified opinion on the same.
- The Company has come out with issue of 90,77,85,000 equity shares with a face value of Re.1/- each at a premium of Rs. 0.20 per equity share for an amount aggregating Rs. 10893.42 Lacs on a rights basis in the ratio of 9 equity shares for every 1 fully paid-up equity share held by the equity shareholders on the record date, that is, on March 19, 2013. The aforesaid shares allotted by the Board of Directors on 7th May, 2013 have already been listed at BSE Limited and are available for trading w.e.f. 10th May, 2013. The Company has fully utilised the funds to the tune of Rs. 10893.42 Lacs as of Dec 31, 2015 for the objects of the issue as stated in the Letter of Offer.
- The Company is registered with Reserve Bank of India (RBI) vide registration no. 13.01287 dated August 13, 1989 as NBFC Company. Since the Company presently does not meet the criteria of principal business of NBFC as specified by the RBI and instead qualifies as Core Investment Company (CIC) based on its current investment structure, the Company has notified the same to RBI vide letter dated April 20, 2013. The Company qualifies for exemption from registration as CIC and has applied for the same to RBI. The same is under due consideration with RBI.
- The Consolidated Financial Results represents the result of the Company including its subsidiary companies, namely Digitalcall Teleservices Private Ltd. (DTPL), Digital Global Private Ltd. (DGPL), nexG Devices Private Ltd. (NDPL), DigVive Services Private Ltd. (DSPV) and Media Matrix Enterprises Private Ltd. (MMEPL)
- On Standalone basis, there is no reportable segment. The Company, on consolidated basis, is operating with "Digital Media and handset trading", Call Centre services and other unallocable segments. Accordingly, segment wise information has been given in line with the requirements of AS-17 "Segment Reporting".
- The figures of last quarter ended March 31, 2016 are balancing figures between audited figures in respect of full financial year and published year to date financials upto third quarter of current financial year.
- Previous period/year figures have been re-grouped/ re-classified wherever considered necessary to confirm to current period classification.

Date: May 27, 2016  
Place: Gurgaon

By the order of the Board  
For Media Matrix Worldwide Limited

SD/-  
(B.B. Chugh)  
Director (Finance)  
DIN No. 00472532



Statement of Assets and Liabilities

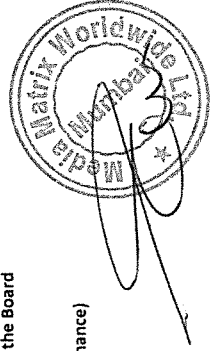
Particulars	(Rs. in Lakhs)			
	As at Current Year end March 31, 2016	As at Previous Year end March 31, 2015	As at Current Year end March 31, 2016	As at Previous Year end March 31, 2015
	Standalone	Standalone	Consolidated	Consolidated
<b>EQUITY AND LIABILITIES</b>				
<b>1. Shareholders Fund</b>				
(a) Share Capital	11,327.42	11,327.42	11,327.42	11,327.42
(b) Reserve & Surplus	5,310.51	5,272.17	-9,380.12	-6,854.11
Sub-total Shareholders funds	16,637.93	16,599.59	1,947.30	4,473.31
<b>2. Minority Interest</b>				
(a) Long term borrowings	-	0.00	2,352.21	2,513.48
(b) Deferred tax liabilities (net)	-	-	-	-
(c) Other long term liabilities	-	-	-	-
(d) Long term provisions	9.01	15.28	143.12	168.75
Sub-total Non-current liabilities	9.01	15.28	2,495.33	2,682.23
<b>4. Current Liabilities</b>				
(a) Short term borrowings		0.00	3,452.96	2,779.63
(b) Trade Payable	66.96	61.94	1,937.29	1,446.33
(c) Other current liabilities	28.54	57.90	2,209.89	1,628.82
(d) Short term provisions	1.57	0.29	199.58	271.72
Sub-total Current liabilities	97.08	120.13	7,799.72	6,126.50
<b>TOTAL - EQUITY &amp; LIABILITIES</b>	<b>16,744.01</b>	<b>16,735.00</b>	<b>12,242.35</b>	<b>13,282.04</b>
<b>ASSETS</b>				
<b>1. Non-current assets</b>				
(a) Tangible Fixed assets	6.70	13.67	2,527.67	3,329.12
(b) Intangible assets	-	-	138.16	296.17
(c) Capital Work in progress	-	-	36.38	0.00
(d) Goodwill on Consolidation	-	-	1,554.47	1,776.54
(e) Non-current investments	16,155.91	14,191.42	0.10	400.10
(f) Deferred tax assets	5.25	5.41	15.43	14.25
(g) Long term loan & advances	9.18	9.18	969.39	651.08
Sub-total Non-current assets	16,177.04	14,219.68	5,241.60	6,467.26
<b>2. Current assets</b>				
(a) Inventories	-	-	2.00	17.44
(b) Trade Receivables	58.33	0.00	3,255.91	3,416.93
(c) cash and Cash equivalents	16.51	263.94	135.41	597.51
(d) Short term loan and advances	419.68	2,138.81	989.14	1,104.10
(e) Other Current assets	72.45	112.57	2,618.29	1,678.80
Sub-total Current assets	566.97	2,515.32	7,000.75	6,814.78
<b>TOTAL - ASSETS</b>	<b>16,744.01</b>	<b>16,735.00</b>	<b>12,242.35</b>	<b>13,282.04</b>

A

B

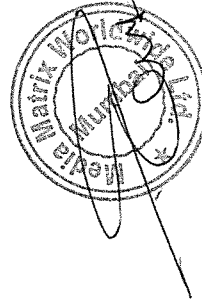
Place : Gurgaon  
Date : 27.05.2016

By Order of the Board  
Sd/-  
B.B Chugh  
Director (Finance)



Consolidated Segment Revenue, Results, and Capital Employed				(Rs in Lakhs)	
Particulars	3 months ended (31/3/2016)		Preceding 3 months ended (31/12/2015)	Corresponding 3 months period ended the previous year (31/3/2015)	
	(Audited)	(Unaudited)		(Audited)	(Audited)
<b>1 Segment Revenue</b>					
a. Digital media & handset trading	598.00	567.77	911.18	2,806.35	6,498.90
b. Call center services	3,275.27	3,410.70	2,256.25	11,216.88	9,669.47
c. Others	0.30	0.90	1.20	1.20	1.20
d. Unallocated					
<b>Total</b>	<b>3,873.57</b>	<b>3,979.37</b>	<b>3,168.63</b>	<b>14,024.43</b>	<b>16,169.57</b>
Intersegment revenue	244.39	25.85	3.83	277.85	18.89
<b>Net Sales/income from operation</b>	<b>3,629.18</b>	<b>3,953.52</b>	<b>3,164.80</b>	<b>13,746.57</b>	<b>16,150.68</b>
<b>2 Segment results profit/(loss) before tax &amp; interest from each segment</b>					
a. Digital media & handset trading	(735.92)	(591.00)	(615.59)	(2,464.54)	(2,465.03)
b. Call center services	471.06	653.68	418.01	310.31	(687.22)
c. Others	-0.86	(0.05)	(0.25)	(2.78)	(3.05)
d. Unallocated					
<b>Sub-total</b>	<b>(265.72)</b>	<b>62.63</b>	<b>(197.83)</b>	<b>(2,157.02)</b>	<b>(3,155.30)</b>
Add: Interest income	44.21	19.54	43.70	76.53	86.39
Less: Interest expenses	(145.22)	(102.43)	(126.10)	(428.34)	(296.01)
Less: Unallocable expenditure					
<b>Total profit before tax</b>	<b>(366.74)</b>	<b>(20.26)</b>	<b>(280.24)</b>	<b>(2,508.83)</b>	<b>(3,364.93)</b>
<b>3 Capital Employed</b>					
a. Digital media & handset trading	2,019.83	2,245.01	3,202.80	2,019.83	3,202.80
b. Call center services	5,701.22	4,961.51	6,129.42	5,701.22	6,129.42
c. Others	31.42	32.18	434.20	31.42	434.20
d. Unallocated					
<b>Total capital employed in the segment</b>	<b>7,752.46</b>	<b>7,238.68</b>	<b>9,766.42</b>	<b>7,752.47</b>	<b>9,766.42</b>
Unallocable corporate assets & liabilities					

Date: May 27, 2016  
Place: Gurgaon



# KHANDELWAL JAIN & CO.

## CHARTERED ACCOUNTANTS

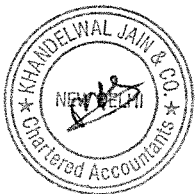
BRANCH OFFICE :  
221, HANS BHAWAN  
BAHADUR SHAH ZAFAR MARG,  
NEW DELHI-110 002

Tel : 23370091, 23370892, 23378795  
Fax : 23378794  
Website : www.kjco.net  
E-mail : delhi@kjco.net

### INDEPENDENT AUDITORS' REPORT

#### TO THE BOARD OF DIRECTORS MEDIA MATRIX WORLDWIDE LIMITED

1. We have audited the accompanying Statement of Standalone Financial Results of MEDIA MATRIX WORLDWIDE LIMITED ("the Company") for the year ended 31<sup>st</sup> March, 2016 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of the related financial statements which are in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. 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 plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement. An Audit includes examining, on a test basis, evidence supporting amounts disclosed in the Statement. An Audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the significant accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.
3. In our opinion and to the best of our information and according to the explanations given to us, the statement:
  - (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
  - (ii) give a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net profit and other financial information of the Company for the year ended 31<sup>st</sup> March, 2016.

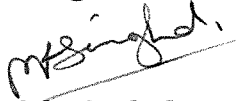


4. The Statement includes the results for the Quarter ended 31<sup>st</sup> March, 2016 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

**For KHANDELWAL JAIN & CO.**

**Chartered Accountants**

**Firm Registration No. 105049W**



**Manish Singhal**

**Partner**

**Membership No: 502570**


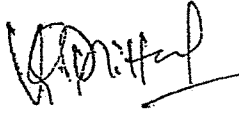
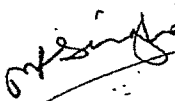
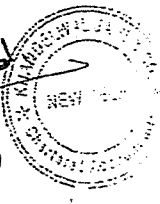



**Place: Gurgaon**

**Dated: 27<sup>th</sup> May 2016**

FORM A

(for standalone audit report with unmodified opinion)

1.	Name of the Company	Media Matrix Worldwide Ltd.
2.	Annual Financial Statements for the year ended	31 <sup>st</sup> March, 2016
3.	Type of Audit observations	Unmodified
4.	Frequency of observation	Not Applicable
5.	To be signed by –	
	<ul style="list-style-type: none"> <li>• CEO/Whole Time Director</li> </ul>	 (Bharat Bhushan Chugh ) Whole Time Director
	<ul style="list-style-type: none"> <li>• CFO</li> </ul>	 (Vineet Mittal ) Chief Financial Officer
	<ul style="list-style-type: none"> <li>• Auditor of the Company</li> </ul>	For Khandelwal Jain & Co. Chartered Accountants FRN : 105049W  (Manish Singhal) M. No. 502570 Partner 
	<ul style="list-style-type: none"> <li>• Audit Committee Chairman</li> </ul>	 ( Chhattar Kumar Goushal ) Chairman- Audit Committee



# KHANDELWAL JAIN & CO.

## CHARTERED ACCOUNTANTS

BRANCH OFFICE :  
221, HANS BHAWAN  
BAHADUR SHAH ZAFAR MARG,  
NEW DELHI-110 002

Tel : 23370091, 23370892, 23378795  
Fax : 23378794  
Website : www.kjco.net  
E-mail : delhi@kjco.net

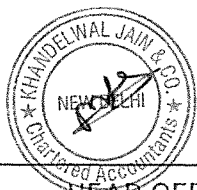
### INDEPENDENT AUDITORS' REPORT

#### **TO THE BOARD OF DIRECTORS MEDIA MATRIX WORLDWIDE LIMITED**

1. We have audited the accompanying Statement of Consolidated Financial Results of MEDIA MATRIX WORLDWIDE LIMITED ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), for the year ended 31<sup>st</sup> March, 2016 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Holding Company's Management and approved by the Board of Directors, has been prepared on the basis of the related consolidated financial statements which are in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. 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 plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement. An Audit includes examining, on a test basis, evidence supporting amounts disclosed in the Statement. An Audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the significant accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.
3. We did not audit the financial statements of 4 subsidiaries whose financial statements information reflect total assets of Rs. 546,209,505 as at 31<sup>st</sup> March, 2016, total revenues of Rs. 314,703,913 and net cash flows amounting to Rs. 897,284 for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion is based solely on the report of the other auditors.

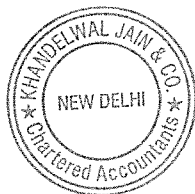
Our opinion on the statements is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

4. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors referred to in paragraph 3 above, the statement:



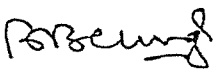
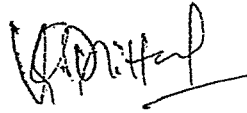
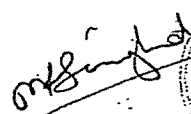
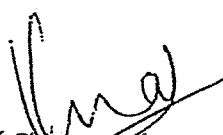
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- (i) includes the results of subsidiaries DigiCall Teleservices Private Limited, nexG Devices Private Limited, DigiCall Global Private Limited, DigiVive Services Private Limited and Media Matrix Enterprises Private Limited.
- (ii) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- (iii) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the consolidated net loss and other financial information of the Company for the year ended 31<sup>st</sup> March, 2016.
5. The Statement includes the results for the Quarter ended 31<sup>st</sup> March, 2016 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

**For KHANDELWAL JAIN & CO.****Chartered Accountants****Firm Registration No. 105049W**  
**Manish Singhal****Partner****Membership No: 502570****Place: Gurgaon****Dated: 27<sup>th</sup> May 2016**

FORM A

(for consolidated audit report with unmodified opinion)

1.	Name of the Company	Media Matrix Worldwide Ltd.
2.	Annual Financial Statements for the year ended	31 <sup>st</sup> March, 2016
3.	Type of Audit observations	Unmodified
4.	Frequency of observation	Not Applicable
5.	To be signed by –	
	<ul style="list-style-type: none"> <li>CEO/Whole Time Director</li> </ul>	 (Bharat Bhushan Chugh ) Whole Time Director
	<ul style="list-style-type: none"> <li>CFO</li> </ul>	 (Vineet Mittal ) Chief Financial Officer
	<ul style="list-style-type: none"> <li>Auditor of the Company</li> </ul>	For Khandelwal Jain & Co. Chartered Accountants FRN : 105049W
		 (Manish Singhal) M. No. 502570 Partner
	<ul style="list-style-type: none"> <li>Audit Committee Chairman</li> </ul>	 ( Chhatter Kumar Goushal ) Chairman- Audit Committee